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Notes to the consolidated financial statement

NOTE 1 - MAIN FINANCIAL ACCOUNTING PRINCIPLES APPLIED

1.1 Presentation basis

The consolidated financial statements are prepared in accordance with the International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB), and with the interpretations issued by the International Financial Reporting Interpretation Committee (IFRIC) of the IASB that were approved by the European Commission.

The consolidated financial statements provide a general overview of the Group's activities and the results achieved. It provides a true and fair view of the financial position, financial performance and cash flows of the entity, and is based on the assumption that continuity is guaranteed. It is drawn up in thousands of euros.

The consolidated financial statements for financial year 2022 were approved by the board of directors on 31 March 2023 and can be amended until the general meeting of 16 May 2023.

1.2 New and revised standards and interpretations

Standards and interpretations applicable for the annual period beginning on or after 1 January 2022

- Amendment to IFRS 16 Leases: COVID-19-Related Rent Concessions beyond 30 June 2021 (applicable for annual periods beginning on or after 1 April 2021)
- Amendments to IAS 16 Property, Plant and Equipment: Proceeds before Intended Use (applicable for annual periods beginning on or after 1 January 2022)
- Amendments to IAS 37 Provisions, Contingent Liabilities and Contingent Assets: Onerous Contracts — Cost of Fulfilling a Contract (applicable for annual periods beginning on or after 1 January 2022)
- Amendments to IFRS 3 Business Combinations: Reference to the Conceptual Framework (applicable for annual periods beginning on or after 1 January 2022)
- Annual Improvements to IFRS Standards 2018–2020 (applicable for annual periods beginning on or after 1 January 2022)

The adoption of these IFRS standards had no significant impact on the Group's consolidated financial statements.

Standards and interpretations published, but not yet applicable for the annual period beginning on 1 January 2022

- IFRS 17 Insurance Contracts (applicable for annual periods beginning on or after 1 January 2023)
- Amendments to IFRS 17 Insurance contracts: Initial Application of IFRS 17 and IFRS 9 – Comparative Information (applicable for annual periods beginning on or after 1 January 2023)
- Amendments to IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants (applicable for annual periods beginning on or after 1 January 2024 or later [1])
- Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of Accounting Policies (applicable for annual periods beginning on or after 1 January 2023)
- Amendments to IAS 8 Accounting policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates (applicable for annual periods beginning on or after 1 January 2023)
- Amendments to IAS 12 Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction (applicable for annual periods beginning on or after 1 January 2023)
- Amendments to IFRS 16 Leases: Lease Liability in a Sale and Leaseback (applicable for annual periods beginning on or after 1 January 2024 [1])

The Group does not expect the adoption of these IFRS standards to have a significant impact on the consolidated financial statements.

1.3 Restatement of the annual figures for 2021

Since 1 January 2022, the Group has been using a new definition of the alternative performance measure EBITDA. Previously, EBITDA was defined as EBIT plus depreciation of tangible and intangible fixed assets, write-down of trade receivables and inventories, provisions and impairments. The new definition comprises EBIT plus depreciation of tangible and intangible fixed assets and impairments. The definition is therefore more in line with the way

[1] not yet endorsed in the EU

management internally assesses the figures and is therefore relevant to understanding the Group's financial performance. Write-down of trade receivables and inventories and provisions are recognised separately in EBIT. As a result, and in accordance with IAS 1 Presentation of Financial Statements, a reclassification has been made in the profit and loss account for an amount of € 4.1 million for the period ending 31 December 2021.

The table below shows the impact of applying the new definition for the alternative performance measure EBITDA as of 31 December 2021:

in thousands of euros	31/12/2021	IAS 1	31/12/2021*
Sales	**300,205**	**-**	**300,205**
Own construction capitalised	3,375	-	3,375
Raw materials, consumables and goods for resale	-49,963	-	-49,963
Gross margin	**253,617**	**-**	**253,617**
Services and other goods	-126,979	-	-126,979
Personnel	*-98,117*	-	*-98,117*
Other operating income and expenses	*8,222*	-	*8,222*
Other operating income	*10,223*	-	*10,223*
Other operating expenses	*-2,001*	-	*-2,001*
Write-down of inventories and debtors	-	*333*	*333*
Provisions	-	*-4,413*	*-4,413*
Share in the result of associated companies and joint ventures	4,232	-	4,232
EBITDA	**40,975**	**-4,080**	**36,895**
Depreciation, write-down and provisions	-28,221	4,080	-24,141
Depreciation and write-down of intangible and tangible assets	*-16,557*	-	*-16,557*
Impairment losses	*-7,584*	-	*-7,584*
Write-down on inventories en receivables	*333*	*-333*	-
Provisions	*-4,413*	*4,413*	-
Operating result - EBIT	**12,754**	**-**	**12,754**

(*) Restated for new definition EBITDA

1.4 Consolidation principles

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

Subsidiaries are entities over which Roularta Media Group NV exercises decisive control. This is the case when Roularta Media Group NV is exposed to, or entitled to, variable revenue from its participation in the entity and has the ability to influence this revenue through its power over the entity. All intra-group transactions, intra-group balances and unrealised gains on intra-group transactions are eliminated; unrealised losses are also eliminated unless it concerns permanent impairments. The part of the equity and of the result that is allocable to the minority shareholders is stated separately in the balance sheet and the profit and loss account respectively. Changes in the Group's shareholding in subsidiaries where the Group does not lose control are accounted for as equity transactions. In addition, the net carrying amounts of the group and minority interests are restated to the changed participation ratios in these subsidiaries. Differences between the restatement of minority interests and the fair value of the paid or received takeover premium are recognised directly in equity. When the Group loses control of a subsidiary, the gain or loss on the disposal is determined as the difference between:

- the fair value of the takeover premium received plus the fair value of any remaining participating interest, and
- the net carrying amount of the assets (including goodwill), liabilities and any minority interests in the subsidiary before its disposal.

The financial statements of the subsidiaries are recognised in the consolidated financial statements from the date on which the parent company acquires control until the date on which it loses control.

The financial statements of the subsidiaries are prepared for the same financial year as that of the parent company and on the basis of uniform accounting principles for comparable transactions and other events in similar circumstances.

Acquisitions from subsidiaries are recognised using the acquisition method. The identifiable assets and the liabilities acquired are valued at their fair value on the acquisition date. Takeover-related costs are recognised as expenses in the period in which these costs are incurred.

Joint ventures and associates

A ***joint agreement*** is present when Roularta Media Group NV has a contractual agreement to share control with one or more parties, which is only the case if decisions about the relevant activities require the unanimous approval of the parties that have joint control. A joint agreement can be treated as a joint activity (when Roularta Media Group NV has rights to the assets and commitments for the liabilities) or as a joint entity/joint venture (when Roularta Media Group NV is only entitled to the net assets).

Associatesare companies in which Roularta Media Group NV, directly or indirectly, has significant influence and which are not subsidiaries or joint ventures. This is assumed to be the case if the Group holds at least 20% of the voting rights attached to the shares.

The financial information included with regard to these companies has been prepared in accordance with the Group's accounting principles. If the Group acquires joint control in a joint venture or has acquired significant influence in an associate, the share in the acquired assets, liabilities and contingent liabilities is initially revalued at the fair value on the acquisition date and accounted for using the equity accounting method.

If the takeover premium exceeds the fair value of the acquired share in the acquired assets, liabilities and contingent liabilities, this difference is recognised as goodwill. If the goodwill calculated in this way is negative, this difference is immediately recognised in the result. The share of the Group in the result of joint ventures and associates is subsequently recognised in the consolidated financial statements according to the equity accounting method until the day that joint control or significant influence comes to an end.

If the Group's share in the losses of a joint venture or associate exceeds the carrying amount of the participation, the carrying amount is set to zero and additional losses are only recognised to the extent that the Group has taken on additional liabilities. In this case the accumulated loss is recognised under the provisions for other risks and costs.

Unrealised gains from transactions with joint ventures and associates are eliminated in the amount of the participating interest of the Group vis-à-vis the participation in the joint venture or associate.

The net carrying amount of participating interests in joint ventures and associates is re-evaluated if there are indications of an impairment, or indications that previously recognised impairments are no longer justified. Participating interests in joint ventures and associates in the balance sheet also include the carrying amount of related goodwill.

The share in the result of associates and joint ventures is included in the operating income of the Group.

1.5 Foreign currencies

Foreign currency transactions

A transaction in a foreign currency is recognised upon initial recognition in the functional currency by applying the spot rate prevailing on the date of the transaction to the foreign currency amount. On each balance sheet date, the monetary items that are denominated in a foreign currency are converted based on the closing exchange rate.

Non-monetary assets and liabilities are converted at the exchange rate for the date of the transaction. Exchange rate differences arising from the settlement of monetary items, or from the conversion of monetary items at a rate different from the rate at which they were first recognised, are recognised in the profit and loss account as other operating income or expenses in the period in which they occur.

1.6 Intangible assets other than goodwill

Intangible assets include brands, customer portfolios, software, concessions, property rights and similar rights acquired from third parties or acquired through contributions, as well as internally generated software.

Research expenses, undertaken with a view to acquiring new scientific or technical knowledge and insights, are recognised as costs in the financial statements as they arise.

Development expenses, where the results of the research are applied in 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 or commercially feasible, the Group has sufficient resources available for completion, and it can be demonstrated that the asset is likely to generate future economic benefits.

The capitalised amount includes the costs of materials, direct wage costs and a proportional part of the overhead costs.

The intangible assets are booked at their cost, less any cumulative depreciation and any cumulative impairment losses.

Since the 2022 financial year, software solutions are increasingly relying on SaaS solutions for which the Group is following the agenda decisions of the IFRIC (IFRS Interpretations Committee) on cloud computing agreements (published in March 2019) and has taken into account the related implementation and configuration costs (published in 2021). The contracts for the SaaS agreements (and associated implementation costs) are examined on a transaction basis. If it is judged that the Group only gains access to the cloud services and does not acquire control over an underlying intangible asset, the license and implementation costs are not recognised as intangible assets but are recognised as costs when the services are received.

Depreciation

Intangible assets are depreciated according to the straight-line method over the expected useful life from the date the asset is available.

The following useful lives are applied:

- Development costs — 3 years
- Software — 3 to 5 years
- Concessions, property rights and related rights — According to the expected useful life
- Customer portfolio — 20 years/15 years/5 years
- Brands (from 2018) — 40 yrs/20 yrs/10 yrs/5 yrs (see also main sources of estimation uncertainty)

The table below shows the initial useful lives of the brands, unless specifically indicated that it concerns a different intangible fixed asset.

	Total useful life
De Tijd/L'Echo	40
Landleven	20
Libelle/Femmes d'Aujourd'hui	20
Plus Magazine België	20
Plus Magazine Nederland	20
EW	20
EW (klantenportefeuille)	15
Top Uitgaves	10
Fiscaal-juridisch	10
Feeling/Gael	10
BePublic-BeReal	10
Télépro	10
Truckstar	10
Beleggers Belangen	10
50+ Beurs & Festival	10
Fiets	10
Plus Magazine Nederland (klantenportefeuille)	5
Black Tiger (klantenportefeuille)	5
La Maison Victor	5
Shedeals	5
Zappy Ouders	5
Communiekrant	5
Gezondheid.be/Passionsanté.be	5
Beleggers Belangen, Truckstar, Fiets (klantenportefeuille)	5

1.7 Goodwill

When acquiring subsidiaries, goodwill is recognised from the acquisition date for the surplus of, on the one hand, the total of the fair value of the remuneration transferred, the amount of any minority interests and (in a business combination that is realised in multiple phases) the fair value of the previously held equity interest, and on the other hand, the net balance of the identifiable acquired assets and liabilities. If this total, even after reassessment, results in a negative amount, this profit is immediately recognised in the profit and loss account.

In accordance with IFRS 36, goodwill is not depreciated but is subject to an impairment test at least once each year, and whenever there is an indication that a cash-generating entity may have undergone an impairment.

Goodwill accrued on the acquisition of joint ventures or associates is included in the carrying amount of the relevant participating interest and is not tested for impairment separately; the full carrying amount of the investment is tested as a single asset according to the provisions of IAS 36 *Impairment of assets*.

1.8 Tangible fixed assets

Tangible fixed assets are valued at their cost price, less any cumulative depreciation and any cumulative impairment losses. The cost price includes the initial purchase price plus all directly attributable costs (such as non-refundable taxes, transportation). The cost price of a self-manufactured asset includes the cost price of the materials, direct wage costs and a proportional part of the production overhead.

Leases

The Group has applied IFRS 16 Leases from 1 January 2019 under the simplified transition method. Assets that represent the right to use the underlying lease are capitalised as tangible fixed assets and are initially equal to the lease obligation. The lease liabilities, which represent the net present value of the lease, are recognised as non-current or current liabilities depending on the period in which they are due. Leased assets and liabilities are recognised for all leases with a term of more than 12 months, unless the underlying value is low. The lease payments are discounted based on the marginal interest rate of the lessee, because the interest rate implicit in the lease could not be determined. The financing cost is charged against profit or loss over the lease period. The rights to use the assets are depreciated on a straight-line basis over the shortest of either the useful life of the asset or the lease term.

Depreciation

The depreciable amount of an asset (being cost less the residual value) is recognised in the profit and loss account using the straight-line method over the expected useful life from the date the asset is available for use.

The following useful lives are applied:

- Buildings
  - » Revalued — 20 years
  - » Not revalued — 33 years
  - » buildings on leasehold land — duration of the leasehold
  - » Refurbishment with valuable capital gain — 10 years
- Property, plant and equipment
  - » Printing presses and finishing lines — 3 to 23 years
  - » Other — 5 years
- Furniture and office equipment — 5 to 10 years
- Electronic equipment — 3 to 5 years
- Rolling stock — 4 to 5 years
- Other tangible fixed assets — 5 to 10 years
- Assets under construction and prepayments no depreciation
- Leases and similar rights — 3 to 20 years

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

1.9 Financial assets

Criteria for the initial recognition and derecognition of financial assets

Financial assets are recorded when the Group becomes party to the contractual provisions of the instrument.

Financial assets are no longer recognised if the contractual rights to the cash flows of the financial asset expire or if the Group transfers the financial asset and its risks and benefits.

Classification and initial valuation of financial assets

When first recognised, a financial asset is classified in one of the three valuation categories:

(a) Financial assets valued at amortised cost
(b) Financial assets valued at fair value with value adjustments recognised in the other components of the total result
(c) Financial assets valued at fair value with value adjustments recognised in the profit and loss account

Financial assets are initially valued at fair value, except for trade receivables that do not have a significant financing component. These are initially recognised at their transaction price. The transaction costs that are directly attributable to the acquisition of financial assets are added to the fair value of the financial assets on initial recognition , with the exception of the category of financial assets valued at fair value with changes in value recognised in the profit and loss account, where the transaction costs are recognised directly in the profit and loss account.

Valuation of financial assets after initial recognition

Financial assets measured at amortised cost

Financial assets are valued at amortised cost if they meet the following conditions (and are not designated as valued at fair value with value changes recognised in the profit and loss account):

- the financial asset is held within a business model designed to hold financial assets to receive contractual cash flows, and
- The contract terms of the financial asset give rise to cash flows on certain dates that only concern repayments and interest payments on the outstanding principal amount.

After the initial valuation, they are valued at amortised cost using the effective interest method.

When the effect of discounting is immaterial, no discount is applied.

The Group's long-term receivables, trade receivables, short-term receivables, cash and cash equivalents are classified and valued at amortised cost.

Financial assets valued at fair value with value adjustments recognised in the other components of the total result
The Group values financial assets at fair value with recognition of changes in value in the other parts of the total result when the following conditions are met:

- The financial asset is held within a business model whose purpose is achieved by both receiving contractual cash flows and selling financial assets; and
- The contract terms of the financial asset give rise to cash flows on certain dates that only concern repayments and interest payments on the outstanding principal amount.

A gain or loss arising from a change in the fair value of the financial asset is recognised in the other components of the total result and accumulated in the revaluation reserve. Only dividends are recognised in the profit and loss account. The amounts presented in the other components of the total result may not later be transferred to profit or loss. However, the entity may reclassify the cumulative gain or loss within equity.

Financial assets valued at fair value with value adjustments recognised in the profit and loss account
Financial assets held in a business model other than 'to receive contractual cash flows' or 'to receive contractual cash flows or to sell financial assets' are categorised as valued at fair value through profit and loss.

Upon initial recognition, the Group may make the irrevocable choice to present in the other components of the total result subsequent changes in the fair value of an investment in an equity instrument that falls within the scope of IFRS 9 that is not held for trading, if it is also not a contingent consideration of an acquiring party at a business combination to which IFRS 3 applies.

The Group also has the option of valuing a financial asset that is normally valued at amortised cost or at fair value through the recognition of changes in value in the other components of the total result, at fair value through recognition of changes in value in the profit and loss account if as a result an inconsistency in valuation or recognition (an accounting mismatch) is eliminated or reduced.

A gain or loss arising from a change in the fair value of the financial asset is recognised in the profit and loss account.

The financial assets (unlisted equity investments) that are classified under the item 'Investments in financial assets' are identified as being valued at fair value through the profit and loss account.

Impairment of financial assets
The Group determines the value of the provision for losses (impairment) on each reporting date. It recognises this impairment for credit losses to be expected during the term of all financial instruments for which the credit risk – whether on an individual or collective basis – has increased significantly since initial recognition, taking into account all reasonable and substantiated information, including forward-looking information.

Specifically, the following assets are included in the assessment of the Group's impairment: trade receivables, accounts receivable (fixed and current), cash and cash equivalents.

For trade receivables that do not contain a significant financing component (i.e. virtually all trade receivables), IFRS 9 provides a simplified method for measuring loss compensation at an amount equal to the expected credit losses. For more detail about this: see below under 'Trade and other receivables'.

1.10 Inventories
Inventories are valued at cost price (purchase costs or conversion costs) according to the FIFO method (first-in, first-out) or at net realisable value if this is lower.

The conversion cost includes all direct and indirect costs that are needed to bring the inventories to their current location and state.

Net realisable value is the estimated selling price in the context of normal business operations, less the estimated costs of completion and the estimated costs necessary to realise the sale.

Outdated and slowly rotating inventories are systematically written off.

1.11 Trade and other receivables
Short-term trade receivables and other receivables are valued at cost less provisions for estimated uncollectable amounts.

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

For trade receivables that do not contain a significant financing component (i.e. almost all trade receivables), the provision for losses is valued at an amount equal to the expected credit losses during the term. These are the expected credit losses that arise from all possible defaults during the expected life of these trade receivables, based on a provision matrix that takes into account historical information about payment defaults adjusted for future-oriented information per customer.

The Group considers a financial asset to be in default when the receivables are more than 120 days overdue or are subject to a debt collection procedure. Nevertheless, the Group also considers a financial asset to be in default when internal or external information indicates that it is unlikely that the Group will receive the outstanding contractual amounts in full, before appealing to any credit insurance the Group might hold.

1.12 Cash and cash equivalents
Cash and cash equivalents include cash and demand deposits, short-term investments (< 3 months), short-term highly liquid investments that can be immediately converted into cash, the amount of which is known and that do not entail a material risk of change in value.

1.13 Treasury shares
Treasury shares are deducted from equity and reported in the statement of changes in equity. No gain or loss is recognised on the repurchase and sale of treasury shares.

1.14 Provisions
Provisions are recognised when the Group has an existing (legally enforceable or *de facto*) liability as a result of an event in the past, when it is probable that an outflow of funds entailing economic benefits will be required to discharge the liability and if the amount of the liability can be reliably estimated.

If the Group expects that some or all of the expenses required to settle a provision will be reimbursed, the reimbursement is recognised if and only if it is virtually certain that the reimbursement will be received.

Reorganisation
A provision for reorganisation is created if the Group has approved a detailed formal reorganisation plan and if the implementation of the reorganisation plan has begun, or if the main features of the reorganisation plan have been communicated to those involved.

1.15 Employee benefits
Pension obligations
There are a number of 'defined contribution plans' within the Group. However, these plans are legally subject to minimum guaranteed returns in Belgium. Due to these guaranteed minimum returns, all Belgian defined contribution plans are considered under IFRS as a defined benefit pension plan. These plans, which are funded by group insurance policies, were recognised as defined contribution plans until 2015. The new legislation that came into effect in December 2015 brought with it the mandatory qualification as a defined benefit pension plan. The present value of the gross liability is calculated according to the projected unit credit method, with actuarial calculation occurring at the end of the year.

For the defined benefit pension plans, the provisions are formed by calculating the actuarial current value of future contributions to the employees concerned. Defined benefit pension costs are divided into two categories:

- pension costs, gains and losses on curtailments and settlements attributed to the year of service and previous years of service;
- net interest costs or income

The costs of past service, the net interest costs, the revaluation of other long-term employee benefits, administration costs and taxes for the year are included under employee benefits in the consolidated profit and loss account. The revaluation of the net defined pension obligation is included in the consolidated statement of realised and unrealised results as a part of the unrealised results.

The Group also includes a provision for early retirement. The amount of these provisions is equal to the present value of future benefits promised to the employees concerned.

Share-based payment transactions
Various warrant and share option plans allow management and executives to acquire company shares. IFRS 2 is applied to all share-based payment transactions granted after 7 November 2002 that had not yet become unconditional on 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 preceding the date of the offering of the options or the last closing price before the day of the offering. The fair value of the option is calculated based on the Black and Scholes formula. When the options are exercised, equity is increased by the amount of the exercise price received.

Other long-term employee benefits
This mainly concerns the rate advantages on subscriptions and jubilee benefits. The amount of this provision is equal to the present value of these future benefits.

1.16 Financial debts
Financial debts, except derivatives, are initially recognised at fair value of the cash received, after deduction of transaction costs. After initial recognition, loans and other financing obligations are valued at the amortised cost based on the effective interest method.

Valuation of a liability associated with a put option on a participation valued according to the equity accounting method or on a minority interest
A financial liability is recognised at the fair value of the put option. The fair value is the present value of the estimated amount to be repaid and depends on a management estimate based on a number of assumptions (i.e. the expected market value, the estimated probability of exercising the put option in the various years and the expected WACC). The liability will then be restated in the profit and loss account in the case of value adjustments, including the effect of the

unwinding of the discount and other changes in the estimated amount to be repaid due to changes in management's assumptions.

In the event of a put option granted to minority interest, the financial liability is recognised by partially offsetting the minority interest.

1.17 Trade and other payables

Trade and other payables are recognised at cost.

1.18 Taxes

Tax on the result of the financial year is the total amount that is recognised in the profit or loss for the period with respect to current taxes and deferred taxes. The tax expense is recognised in the profit and loss account over the period, unless the tax arises from a transaction or event that is recognised directly in equity. In this case, the taxes are charged directly to equity.

Current taxes for current and prior periods, to the extent that they have not yet been paid, are recognised as a liability. If the amount already paid with respect to the current and prior periods is greater than the amount due over this period, the balance is recognised as an asset. For the calculation, the tax rates were used whose legislative process was materially closed on the balance sheet date.

Deferred taxes are recognised on the basis of the liability method, for all temporary differences between the taxable basis and the carrying amount for financial reporting purposes, both for assets and liabilities. For the calculation, the tax rates were used whose legislative process was materially closed on the balance sheet date.

According to this method, the Group must recognise deferred taxes in a business combination resulting from the difference between the fair value of the acquired assets, liabilities and contingent liabilities and their tax base resulting from the business combination.

Deferred tax assets are only recognised if it is probable that there will be sufficient future taxable profits to be able to enjoy the tax benefit. Deferred tax assets are reversed if it is no longer probable that the related tax benefit will be realised.

1.19 Government subsidies

Government subsidies related to assets are recognised at fair value when there is reasonable assurance that the Group will meet the conditions attached to the subsidies and the subsidies will be received. Government subsidies are presented as deferred revenue.

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

1.20 Revenue

The Group applies the five-step model described in IFRS 15 for the recognition of revenue arising from contracts with customers. Revenue is recognised for the amount of compensation to which the Group expects to be entitled in exchange for the transfer of goods or services to a customer.

The most important activities from which Roularta Media Group generates its revenue are described below, per segment. There are two operating segments within the Group: 'Media Brands' and 'Printing Services'.

Within the 'Media Brands' segment (the brands operated by RMG and its participations), revenue is primarily generated from magazines, free press publications, newspapers, TV, events and website services. The typical term of customer contracts is 12 months or less. The revenue mainly consists of subscription income, income from newsstand sales, advertising income and income from line extensions of the brands.

The recognition of revenue generally coincides with the transfer of the delivered goods. For subscriptions, an amount is received either at the start or periodically for the period in which the magazines are delivered. Magazine revenue is spread over time and allocated to the correct period, i.e. at the issue date of the magazines. For prepayments of, for example, a subscription, a 'contract liability' is recognised until the end of the subscription. Revenue from newsstand sales are recognised according to the issue date of the issue. Recognition of advertising revenue occurs when the advertising appears.

In addition, there is the 'Printing Services' segment, which includes the pre-press and printing activities for in-house brands and external customers. Pre-press activities refer to the work of compiling the magazines before they roll off the printing presses or are published on the website.

The recognition of pre-press or printed matter revenue coincides with the delivery of the service/goods, i.e. when the finished pre-press service or the printed matter is delivered.

Revenue from exchange agreements concern transactions between two parties in which non-equal services and goods are sold to each other. These transactions are valued on the basis of the current market price, taking into account the applicable discounts that also apply to similar transactions that do not constitute an exchange. In the profit and loss account, revenue is recorded as revenue and the costs as services and other goods.

The terminology 'contract assets' and 'contract liabilities' used in IFRS 15 is not used in the balance sheet, but is described in the note concerning revenue. IFRS 15 has been applicable since January 2018 and has had no significant influence on the financial position and/or financial performance of the group.

1.21 Financing expenses

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

1.22 Impairments

For the assets of the Group, in accordance with IAS 36, an assessment is made on each balance sheet date as to whether there are indications that an asset is subject to impairment. If such indications are present, the realisable value of the asset must be estimated. The realisable value of an asset or cash-generating unit is the higher of the fair value less selling costs and its value in use. An impairment is recognised if the carrying amount of an asset, or the cash-generating unit to which the asset belongs, is higher than the realisable value. Impairments are recognised in the profit and loss account.

Up to and including 30 June 2018, each cash-generating unit represented an identifiable group of assets with the same risk profile, generating cash inflows and which is largely independent of cash inflows from other groups of assets. Since 30 June 2018 (see Note on Intangible assets), each brand is considered to be a separate cash-generating unit.

The determination of the value in use is based on the discounted cash flow model, in particular the discounting of future cash flows resulting from the continued operation of the unit, whereby management has assumed a cash flow forecast based on a five-year business plan. Future cash flows are discounted based on a weighted average cost of capital. To determine the cash flow projections after the most recent budget period, they are extrapolated on the basis of a growth rate.

In determining the weighted average cost of capital and the growth rate, the interest rate and risk profile of Roularta Media Group as a whole have been taken into account. These assumptions have been applied to all cash-generating units of the Group.

The determination of the fair value less selling costs is based either on an empirical method, whereby a transaction multiple, obtained from comparable transactions in the media sector and from experience data, was applied to the revenue criterion, or on a market value based on similar transactions in the market.

1.23 Crucial assessments and main sources of estimation uncertainty

The preparation of the financial statements in accordance with IFRS requires management to make judgements, estimates and assumptions that can affect the amounts included in the financial statements.

The assumptions and related estimates are based on past experience and various other factors that can be considered reasonable given the circumstances. The results of this form the basis for the assessment of the carrying amount of assets and the liabilities that are not easily apparent from other sources. The actual results may differ from these estimates. The estimates and underlying assumptions are reviewed periodically.

Main sources of estimation uncertainty:

Assessment of the useful life of the brands
Various brands had an indefinite useful life through 30 June 2018. As of 1 July 2018, it was decided to change the useful life of the brands in the portfolio to a specific useful life. From 1 July 2018, the value of the brands will be depreciated according to their estimated useful life. Since this date, each brand has been regarded as a separate cash-generating unit (CGU) since each brand forms an identity in itself, with its own strategic positioning, its own target group, its own values, its own marketing and sales approach, which are individually managed to achieve the highest value per brand.

The following breakdown of brands according to their useful life is a general guideline that was developed by management based on their insights into the media sector and their testing of these insights against reality. Four groups were identified for the initial determination of the useful life.

- A 40-year economic useful life is for 'super' brands that already have very strong name recognition and are still growing in terms of revenue and/or EBITDA and have a carrying amount that is less than 10 times the brand's EBITDA. These 'super' brands are also recognised outside the media sector (alongside other major brands).
- A 20-year economic useful life is for brands that already have name recognition and can still grow in terms of revenue and/or EBITDA and have a

- carrying amount that is less than 10 times the brand's EBITDA. These 'growth' brands are also recognised outside the sector (alongside other major brands).
- A 10-year economic useful life is for 'mature' brands whose revenue/EBITDA is stable or slightly decreasing over the last 5 years but with a carrying amount greater than or equal to € 1 million. These are brands with relatively significant name and value recognition in the sector in which they operate.
- A 5-year economic useful life is for young (a few years old) or small brands, which still have much to prove but with potential and a limited carrying amount (< € 1 million). The useful life here is limited but such a brand can be further developed in the coming years.

Based on an individual assessment per brand and estimates made by management, each brand is classified into one of the above-mentioned groups of brands (i.e. 'super' brands, 'growth' brands, 'mature' brands and 'young'/'small' brands). However, these estimates by management can be negatively influenced by generally unfavourable market developments, measures imposed by government (including but not limited to government measures in the context of pandemics) and/or disappointing performance by one or more brands. As a result, management may be forced to adjust the estimates made regarding the life/useful life of a brand and to transfer the brand to another group of brands.

At the end of the current reporting period, there are no indications that adjustments need to be made to the classification of the brands into the different brand groups, nor that the useful life of a brand would have decreased more than initially estimated.

We refer to Notes 13, 14 and 15 for a sensitivity analysis performed in 2022 on the useful lives of the various brands.

Impairments on goodwill and intangible assets as included in Notes 13 and 14
If indicators of impairment are identified, a specific test is performed. Testing whether there are impairments on intangible assets and goodwill requires making significant estimates of among others the following parameters: discount rate, growth rate of advertising income, growth rate of the number of subscribers, newsstand sales and subscription prices, evolution of printing and paper costs, and indirect costs. In conducting an impairment test, management will use the history of these parameters and the expectation of how these parameters will evolve over a period of five years compared to what they were at the time of the test. In addition, management makes an estimate of the growth rate after this period.

A possible change in one or more parameters can lead to a significant change in the realisable value. We refer to Note 14 regarding intangible assets.

Valuation of business combinations
In February 2022, Roularta Media Nederland BV acquired 100% of the shares in New Skool Media for a total consideration of € 19.3 million. Consequently, an allocation of the acquisition price had to be made in accordance with IFRS 3. We refer to Note 2 – Group Structure. This allocation is based on a complex valuation and accounting exercise to determine the fair value of the assets and liabilities of the acquired business in accordance with IFRS 3 Business Combinations and IFRS 13 for the measurement of fair value where the result is highly dependent on the assumptions made.

Defined benefit pension plans
The costs of the defined benefit pension plan (see Note 25) and the present value of the pension obligation are determined by means of actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, future inflation, employee turnover and death rates. Due to the complexity of the valuation and its long-term nature, a defined benefit pension obligation is very sensitive to changes in these assumptions. All assumptions are revised on the balance sheet date.

Deferred tax assets

Deferred tax assets are recognised on tax losses and tax credits to be carried forward to the extent that it is probable that future taxable profit will be available against which the tax losses and credits can be set off. In making this assessment, management considers elements such as the long-term business strategy and the local tax laws in effect on the reporting date.

1.24 Additional note on the war in Ukraine: Impact and risk management

Neither Ukraine nor Russia are an export market for the Group.

The evolution of international paper and energy prices remains uncertain. In 2023, the Group expects that increased costs will put further pressure on margins in 2023. General inflation in the countries where the Group operates, including those related to energy prices with consequences for wages, wage-based services and raw materials, will have a negative impact on the Group's returns. The Group expects paper prices to stabilise, albeit at a higher level, provided that gas prices do not rise any further.

The aforementioned costs (paper, energy and wage costs) largely determine the total cost of the Printing Services division. The price increase of the parameters that determine the total cost of the Roularta Printing Services division may adversely affect the Group's activities, operating results and/or financial position if these price increases cannot be passed on to its customers in a timely manner. In order to control the price risk of paper, periodic contracts are concluded for newspaper and magazine paper. In order to mitigate the risk of price increases in energy and to avoid peaks, click contracts are used for a part of the energy consumption, whereby the price is fixed in advance, regardless of market conditions.

Interruptions in the supply of energy, raw materials and/or goods are not currently expected, but may follow if the geopolitical situation deteriorates. Interruption of raw materials can be overcome for many of the Group's products by offering readers and advertisers only the digital version. An interruption of energy means that both digital and physical products can no longer be supplied and could thus lead to a temporary loss of revenue.

1.25 Climate change and its effect on financial reporting

The EU and its Member States have signed and ratified the Paris Agreement with the aim of creating the first climate neutral economy and society. As part of these climate ambitions, the Group also committed itself to becoming climate neutral by 2040. Targeted actions are being taken to achieve this climate ambition, including investments in buildings and machines to reduce the ecological footprint. For more information about this, we refer in this annual report to the 'Statement of non-financial information' under 'Sustainable and responsible business practices', which includes the sustainable development goals and their status.

NOTE 2 - GROUP STRUCTURE

2.1. List of companies

The parent company of the Group is Roularta Media Group NV, Roeselare, Belgium. As of 31 December 2022 and 31 December 2021, the following subsidiaries, joint ventures and associates are recognised in the consolidated financial statements. There are no restrictions on the realisation of assets and liabilities for the subsidiaries. For joint ventures and associates, we refer to Note 16.

Name of the company	Location	Effective interest percentage	
1. Fully consolidated companies		2022	2021
ROULARTA MEDIA GROUP NV	Roeselare, Belgium	100.00%	100.00%
BELGIAN BUSINESS TELEVISION NV	Brussels, Belgium	100.00%	100.00%
ROULARTA MEDIA NEDERLAND BV	Baarn, The Netherlands	100.00%	100.00%
ROULARTA SERVICES FRANCE SARL	Lille, France	-	100.00%
HET MEDIABEDRIJF BV	Baarn, The Netherlands	-	100.00%
ROULARTA MEDIA DEUTSCHLAND [1]	Augsburg, Germany	100.00%	100.00%
BAYARD MEDIA VERWALTUNGS GMBH	Augsburg, Germany	100.00%	100.00%
ETADORO BV	Baarn, The Netherlands	-	100.00%
MEDIAPLUS BV	Baarn, The Netherlands	-	100.00%
SENIOR PUBLICATIONS VERWALTUNGS GMBH	Cologne, Germany	100.00%	100.00%
50+ BEURS & FESTIVAL BV	Arnhem, The Netherlands	100.00%	-
NEW SKOOL MEDIA BV	Amsterdam, The Netherlands	100.00%	-
NEW SKOOL EXPLOITATIE BV	Amsterdam, The Netherlands	100.00%	-
ONE BUSINESS BV	Amsterdam, The Netherlands	100.00%	-
PRESS PARTNERS BV	Baarn, The Netherlands	-	100.00%
STUDIO APERI NEGOTIUM NV	Roeselare, Belgium	75.00%	75.00%
IMMOVLAN BV	Brussels, Belgium	-	35.00%
2. Consolidated using the equity method		2022	2021
50+ BEURS & FESTIVAL BV	Arnhem, The Netherlands	-	50.00%
CTR MEDIA SA	Brussels, Belgium	50.00%	50.00%
MEDIAFIN NV	Brussels, Belgium	50.00%	50.00%
MOTOR.NL BV	Amsterdam, The Netherlands	50.00%	-
PITE MEDIA BV	Amsterdam, The Netherlands	50.00%	-
3. Consolidated as associated company		2022	2021
PULSAR-IT BV	Brussels, Belgium	45.00%	-
IMMOVLAN BV	Brussels, Belgium	35.00%	-
YELLOWBRICK NV	Schaarbeek, Belgium	35.00%	35.00%
REPROPRESS CV	Brussels, Belgium	33.83%	33.83%

[1] Permanent establishment of Roularta Media Group NV

The company Find your Bike BV, in which New Skool Media BV has a 20% participation, is recognised as an investment in financial assets (and not as an associate) since it has no significant influence.

2.2 Changes in the scope of consolidation

Changes in the scope of consolidation during 2022:

- Purchase of remaining 50% shares of 50+ Beurs & Festival on 3 January 2022. As a result of the acquisition, Roularta Media Group NV now owns 100% of the shares and the entity is fully consolidated.
- Closing of the acquisition of New Skool Media BV and its subsidiaries on 25 February 2022.
- Merger of the 100% subsidiaries Het Mediabedrijf BV, Mediaplus BV, Etadoro BV and Press Partners BV with Roularta Media Nederland BV at the beginning of January 2022.
- Roularta Media Group (RMG) acquired 100% of the shares in Gezondheid NV on 29 March 2022. The merger of Gezondheid NV and Roularta Media Group NV followed on 1 July 2022.
- Acquisition of 100% of the shares in Luxury Leads BV on 21 April 2022 by Mediafin NV. The results of Luxury Leads BV were recognised using the equity accounting method from the acquisition date. On 1 July 2022, Luxury Leads BV merged with Mediafin NV.
- Acquisition of 90% of the shares in Pulsar-IT BV on 25 May 2022 by Mediafin NV. The results of Pulsar-IT BV were recognised using the equity accounting method from the acquisition date.
- Deconsolidation of Immovlan BV on 22 September 2022 following the loss of control. As a result, from that date, Immovlan BV will be recognised as an associate using the equity accounting method.
- On 18 December 2022, the company Roularta Services France SARL was dissolved.

Changes in the scope of consolidation during 2021:

- Immovlan BV: founded on 06/01/2021 by Roularta Media Group (35%), Groupe Rossel (35%) and Belfius (30%).
- Acquisition by RMG of Belgomedia SA and Senior Publications Nederland BV (and their subsidiaries) at the end of March 2021. As a result of this transaction, RMG also acquired 100% of the shares of Press Partners BV.
- Senior Publications Nederland BV changed its name to Roularta Media Nederland BV on 15/09/2021.
- Roularta Media Deutschland (branch of RMG): asset purchase agreement with Bayard Media GmbH & CO KG. Following this operation, the two companies in Germany, i.e. Bayard Media GmbH & CO KG and Senior Publications Deutschland GmbH & CO KG, were dissolved. Bayard Media Verwaltungs GmbH and Senior Publications Verwaltungs GmbH are also in liquidation.
- Holding Echos NV (50% subsidiary of Mediafin NV): dissolution and liquidation on 30/06/2021.
- Merger of Belgomedia SA and RMG as of 1 August 2021 (and retroactively as of 1 July 2021).
- 50+ Beurs & Festival: agreement on 28 July 2021 to acquire the remaining 50% of shares. Closing of the transaction took place on 3 January 2022.
- Dissolution and liquidation of Storesquare NV on 17 December 2021.

More explanation of these transactions follows below.

<u>New Skool Media</u>
On 21 December 2021, Roularta Media Nederland BV (a 100% subsidiary of Roularta Media Group NV) bought 100% of the shares in New Skool Media BV (NSM) as a result of which it also became the owner of its subsidiaries New Skool Exploitatie BV, One Business BV, Motor.NL BV and Pite Media BV. The transaction was closed on 25 February 2022, with the results recognised in the Group's consolidated results from the acquisition date.

With this transaction, RMG continues its international expansion and is growing its brand portfolio with strong multimedia brands and a loyal subscriber community. The various brands of New Skool Media have a total of 260,000 subscribers. B2C revenue represents 85 to 90% of total revenue. Thus RMG's business model continues to shift from B2B to B2C revenue.

Between 1 March 2022 and 31 December 2022, revenue of € 35.9 million and an EBITDA of € 4.6 million were generated. If control over the company had already passed from 1 January, revenue would have been € 5.5 million and EBITDA € 0.3 million higher. € 0.1 million in transaction costs were recognised in the profit and loss account under services and other goods; in the consolidated cash flow statement under operating cash flows.

The best-known magazine brands from NSM's portfolio are EW (previously Elsevier Weekblad, founded in 1945), an opinion magazine for highly educated readers, entrepreneurs and decision-makers, and Beleggers belangen, the mobile-first platform for active investors and as such a market leader. In addition, NSM publishes a whole range of special interest magazines, each with a strong multimedia readership, including Delicious, Seasons, Roots, Kijk, Knipmode, Fiets, Truckstar, Columbus Travel, etc.

IFRS 3 Business Combinations (revised version) was applied, resulting in four brands (EW, Beleggers belangen, Truckstar and Fiets for a total of € 21,273 K), two customer portfolios (EW € 1,477 K and other brands € 486 K) and remaining goodwill (of € 7,975 K on EW) being recognised on the acquisition date. The EW brand (€ 15,179 K) was recognised as a 'growth' brand with name recognition that can still grow in terms of revenue and EBITDA. As a result, straight-line depreciation is applied over the estimated useful life of 20 years. The other brands – Beleggers belangen (€ 2,003 K), Truckstar (€ 2,531 K) and Fiets (€ 1,560 K) – were booked as 'mature' brands with relatively significant name and value recognition, with stable or slightly decreasing revenue/EBITDA. As a result, straight-line depreciation is applied over the estimated useful life of 10 years.

Finally, a deferred tax liability of € 5,995 K was booked on the new brands and customer portfolios of NSM.

The total annual depreciation charge for the aforementioned intangible fixed assets is € 1.6 million (excluding deferred taxes).

The fair values of the identified assets and liabilities on the date of acquisition were as follows:

in thousands of euros	Carrying value	Fair value adjustments	Fair value
Goodwill	-	7,975	7,975
Intangible assets	10,694	13,413	24,107
Property, plant and equipment	721	2,125	2,846
Investments accounted for using the equity mehtod	197	-146	51
Investments in financial assets, loans, guarantees	-9	-	-9
Total non-current assets	**11,603**	**23,367**	**34,970**
Trade receivables	4,244	-220	4,024
Other receivables	760	-	760
Total current assets	**5,004**	**-220**	**4,784**
Deferred tax liabilities	-	3,404	3,404
Financial debts	-	1,637	1,637
Total non-current liabilities	**-**	**5,041**	**5,041**
Financial debts	-	487	487
Trade payables	4,155	-	4,155
Advances received	10,218	-	10,218
Other current liabilities	3,514	-	3,514
Total current liabilities	**17,887**	**487**	**18,374**
Cash	2,971	-	2,971
Total net assets acquired	**1,691**	**17,619**	**19,310**

The transaction generated a net cash outflow of € 16.3 million. This includes the price paid of € 19.3 million as well as the cash that was present in New Skool Media.

Net cash out on the acquisition of 100% of New Skool Media:

in thousands of euros	
Consideration paid	19,310
Cash acquired on acquisition	2,971
Net cash-out on acquisition	**16,339**

50+ Beurs & Festival BV

On 3 January 2022, Roularta Media Nederland BV acquired the final 50% of shares in 50+ Beurs & Festival BV. The entity's activities focus on organising trade fairs for seniors and health matters, thereby bringing synergies with the other Dutch activities of the Group and being the sole player in the Netherlands to reach the entire 50-plus community. Full control of the trade fairs gives the Group the opportunity to develop a unique, indispensable and complete platform for those over fifty, one in which all in-house media complement one another.

As a result of the acquisition, the Group now owns 100% of the shares and the consolidation method changes. The entity has been fully consolidated from the acquisition date, while it was previously recognised using the equity accounting method. The step acquisition was accounted for using the acquisition method in accordance with IFRS 3 Business Combinations (revised) and was finalised within the one-year window. The carrying amount on the acquisition date of the Group's previously held equity interest in 50+ Beurs & Festival was revalued to its fair value on the acquisition date. The resulting profit (€ 0.9 million) was recognised in the income statement under other operating income. Revenue from the acquisition date up to and including December amounts to € 1.5 million with a net result of € -0.1 million, since in 2022 only the *50+ Beurs* fair took place for the first time again since all the cancellations due to COVID-19. The *Gezondheidsbeurs* health fair will take place for the first time in February 2023.

Following the application of IFRS 3, the '50+ Beurs & Gezondheidsbeurs' brand was recognised at a value of € 963 K, a deferred tax liability of € 248 K and goodwill of € 1,877 K. The brand will be depreciated over 10 years, which will result in an annual depreciation charge of € 0.1 million (excluding deferred taxes).

in thousands of euros	Carrying value	Fair value adjustments	Fair value
Goodwill	-	1,877	1,877
Intangible assets	161	804	965
Property, plant and equipment	5	-	5
Investments in financial assets, loans, guarantees	4	-	4
Total non-current assets	**170**	**2,681**	**2,851**
Other receivables	439	-	439
Other current assets	263	-	263
Total current assets	**702**	**-**	**702**
Deferred tax liabilities	-	208	208
Provisions	140	-	140
Total non-current liabilities	**140**	**208**	**348**
Trade payables	140	-	140
Other current liabilities	397	-	397
Total current liabilities	**537**	**-**	**537**
Cash	949	-	949
Total net assets acquired	**1,144**	**2,473**	**3,617**

in thousands of euros	
Consideration paid	2,128
Fair value historical investment	1,490
Total	**3,617**

The transaction generated a net cash outflow of € 1.2 million. This consists of the price paid of € 2.1 million less the cash present in the company.

Net cash out on the acquisition of the remaining 50% shares in 50+ Beurs & Festival:

in thousands of euros	
Consideration paid	2,128
Cash acquired on acquisition	949
Net cash-out on acquisition	**1,179**

Gezondheid NV

Roularta Media Group (RMG) took over 100% of the shares in Gezondheid NV on 29 March 2022, thus becoming the owner of the largest health websites in Belgium, namely Gezondheid.be, passionsanté.be and minimi.be. Together with the health website Gezondheidsnet.nl (100% RMG) in the Netherlands and the numerous health items on RMG's various digital platforms in Belgium and the Netherlands, this acquisition made RMG the largest publisher of high-quality online health information in Belgium and the Netherlands. As a market leader, RMG can become an important partner for health advertisers in both Belgium and the Netherlands.

The revenue from the acquisition date up to and including December amounts to € 0.8 million with a break-even net result. Had the Group already had control as of 1 January 2022, revenue would have been € 0.1 million higher with approximately the same net result. IFRS 3 Business Combinations was applied resulting in the recognition of the brand Gezondheid.be/Passionsanté.be with a value of € 690 K and a deferred tax liability of € 173 K. The brand is being depreciated over 5 years.

in thousands of euros	Carrying value	Fair value adjustments	Fair value
Intangible assets	8	690	699
Total non-current assets	**8**	**690**	**699**
Other current assets	128	-	128
Total current assets	**128**	**-**	**128**
Deferred tax liabilities	-	173	173
Total non-current liabilities	**-**	**173**	**173**
Trade payables	72	-	72
Other current liabilities	115	-	115
Total current liabilities	**186**	**-**	**186**
Cash	249	-	249
Total net assets acquired	**199**	**518**	**717**

The transaction generated a net cash outflow of € 0.5 million and includes the price paid of € 0.7 million as well as the cash from Gezondheid NV.

Net cash out on the acquisition of 100% of the shares in Gezondheid NV:

in thousands of euros	
Consideration paid	717
Cash acquired on acquisition	249
Net cash-out on acquisition	**468**

As part of a simplification of the group structure, on 1 July 2022 Gezondheid NV merged with Roularta Media Group NV.

Luxury Leads BV

On 21 April 2022, RMG's joint venture Mediafin NV purchased 100% of the shares in Luxury Leads BV. Therefore the results of Luxury Leads are recognised in the Group's consolidated results from the acquisition date using the equity accounting method. Luxury Leads offers luxury real estate to a select audience through various online platforms and luxury magazines. Luxevastgoed.be covers 85 percent of the luxury offerings in Belgium. It aims to become the market leader for the Benelux. Goodwill of € 2,368 K was recognised for this acquisition.

At Mediafin, the merger of Luxury Leads BV with Mediafin NV was implemented on 1 July 2022.

Pulsar-IT BV (Openthebox)

On 25 May 2022, RMG's joint venture Mediafin NV purchased 90% of the shares in Pulsar-IT BV. The results of Pulsar-IT are therefore recognised in the consolidated results of the Group using the equity accounting method from the acquisition date. The entity includes the data platform 'Openthebox'. This brings together in one place public data from sources such as the Belgian Official Gazette, the Crossroads Bank for Enterprises and financial statements with the National Bank of Belgium. The platform then visually presents the mutual connections between companies and entrepreneurs. The end result looks like a spider web. Following this acquisition, goodwill of € 690 K (i.e. 100% of the value) was recognised).

Deconsolidation of Immovlan BV

On 22 September 2022, Roularta Media Group deconsolidated the entity Immovlan BV. Immovlan BV was established on 6 January 2021 by Roularta Media Group (35%), Groupe Rossel (35%) and Belfius (30%), and comprises the activities of Immovlan and Vacancesweb. Up to and including the deconsolidation date, RMG had control over Rossel's 35% participation. The deconsolidation is a result of an amendment to the mutual voting agreement between Roularta Media Group and Rossel whereby RMG can no longer exercise control over Rossel's 35% participation. No compensation was received from the transaction. Previously no unrealised results had been recognised; these are now being recognised in the profit and loss account.

Consequently, the results of BV Immovlan for the year 2022 are recognised differently for the period January to September 2022 and the period starting October 2022. Thus RMG recognised the results of the Immovlan BV entity using the full consolidation method from January through September 2022. During that period, a net revenue of € 2,671 K and a net result of € -10,987 K were posted (of which € -7,142 K attributable to minority interests). Of this, € -10,000 K is due to an impairment on the historical customer portfolio (for further information see Notes 14 and 22). On the date of deconsolidation, the balance sheet total was replaced by a participation value, since the participation is valued according to the equity accounting method, with the results being recognised proportionally as a share in the result of associates and joint ventures from October 2022. In the cash flow statement, the Immovlan net result for the period January-September 2022 is recognised under the net result of the consolidated companies; for the period October-December 2022, this falls under the 'Share of the result of companies accounted for using the equity accounting method'. The cash present in the Immovlan entity on the date of deconsolidation (i.e. € 425 K) is no longer part of the Group and is therefore shown on the line 'Net cash flow related to divestments & sale of the activity'. We refer to Note 30 for the cash flows related to this deconsolidation.

On 31 December 2022, the participation was valued at € 2.1 million. For further information, we refer to Note 16.

NOTE 3 - SEGMENTED INFORMATION

I. Segment information

In accordance with IFRS 8 *Operating segments*, the management approach for financial reporting of segmented information is applied. According to this standard, the segmented information to be reported must be consistent with the internal reports used by the main operational decision-making officers, on the basis of which the internal performance of Roularta's operating segments is assessed and resources are allocated to the different segments.

Roularta Media Group consists of two segments: 'Media Brands' and 'Printing Services'. The Board of Directors reviews the results of the two segments separately. The 'Media Brands' segment refers to all brands that are marketed by RMG and its participations. It includes all sales of advertising, subscriptions, newsstand sales and line extensions of the brands. 'Printing Services' on the other hand refers to pre-press and printing activities for in-house brands and external customers. Pre-press activities refer to the work of compiling the magazines before they roll off the printing presses or are published on the website.

Furthermore, segment reporting is published on the gross margin. After all, there is an intense interdependence between the two segments and the support services between both segments are highly shared. A change in the allocation of these costs means a significant fluctuation in EBITDA, such that reporting may not be consistent.

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

The price bases for transfers between segments are determined according to the 'at arm's length' principle.

The balance sheet items that can be split are shown on the assets and liabilities side. That which cannot be allocated to one of the segments is placed in unallocated assets and liabilities.

in thousands of euros				
2022	Media Brands	Printing Services	Inter segment elimination	Consolidated total
Sales of the segment	**304,785**	**78,724**	**-40,369**	**343,140**
Sales to external customers	304,785	38,355	-	343,140
Sales from transactions with other segments	-	40,369	-40,369	-
Gross margin (*)	**240,651**	**38,952**	**-**	**279,603**
Non-allocated result (**)				-279,048
Net result				**555**
Assets				
Intangible assets	85,066	60		85,126
Property, plant and equipment	28,087	39,451		67,538
Investments accounted for using the equity method	55,051	-		55,051
Inventories	1,320	11,481		12,801
Trade receivables and other receivables, current				
- Trade receivables, gross	48,129	5,575		53,704
- Non-allocated trade receivables and other receivables				1,114
Non-allocated non-current assets				14,150
Non-allocated current assets				91,570
Total assets				**381,054**
Liabilities				
Provisions	6,328	-		6,328
Financial debts, non-current	1,096	186		1,282
Financial debts, current	901	87		988
Advances received	40,880	-		40,880
Non-allocated liabilities				331,576
Total liabilities				**381,054**

in thousands of euros				
2021	Media Brands	Printing Services	Inter segment elimination	Consolidated total
Sales of the segment	**270,164**	**63,723**	**-33,681**	**300,205**
Sales to external customers	270,150	30,056	-	300,205
Sales from transactions with other segments	14	33,667	-33,681	-
Gross margin (*)	**217,576**	**37,068**	**-1,027**	**253,617**
Non-allocated result (**)				-237,581
Net result				**16,036**
Assets				
Intangible assets	77,500	114		77,614
Property, plant and equipment	23,784	41,794		65,578
Investments accounted for using the equity method	55,303	-		55,303
Inventories	838	8,586		9,424
Trade receivables and other receivables, current				
- Trade receivables, gross	46,379	5,376		51,755
- Non-allocated trade receivables and other receivables				885
Non-allocated non-current assets				9,719
Non-allocated current assets				112,412
Total assets				**382,690**
Liabilities				
Provisions	7,067	-		7,067
Financial debts, non-current	1,176	132		1,308
Financial debts, current	796	86		882
Advances received	33,463	-		33,463
Non-allocated liabilities				339,970
Total liabilities				**382,690**

(*) Gross margin is revenue plus the fixed assets produced, less merchandise, raw materials and consumables.

(**) Services and other goods, personnel charges, other operating income and costs, share in the result of associates and joint ventures, depreciation, impairments and provisions, financing income and costs.

II. Geographic information

The group derives revenue from the transfer of goods and services in the following geographic regions: Belgium, the Netherlands and Germany.

The following overviews provide a detail of revenue and fixed assets broken down based on the geographic location of the subsidiary (based on the subsidiary's registered office).

in thousands of euros				
2022	Belgium	The Netherlands	Germany	Consolidated total
Revenue	275,026	60,118	7,996	343,140
Non-current assets (*)	101,643	50,538	482	152,664

in thousands of euros				
2021	Belgium	The Netherlands	Germany	Consolidated total
Revenue	274,059	19,978	6,168	300,205
Non-current assets (*)	117,600	24,918	674	143,192

(*) Intangible and tangible fixed assets

III. Information about major customers

Given the diverse activities of the Group and therefore also the associated diversity of its customer portfolios, there is no single external customer with whom revenue from transactions was realised that amounted to more than 10 percent of the Group's revenue. In addition, there is no concentration of revenue at certain customers or a customer group.

NOTE 4 - SALES

I. Breakdown of revenue from contracts with customers

Group revenue broken down according to the different types:

in thousands of euros	2022	2021	Trend
Advertising	112,116	112,671	-555
Subscriptions and sales	152,801	127,093	25,708
Printing for third parties	44,359	36,232	8,127
Line extensions & other services and goods	33,864	24,209	9,655
Total Sales	**343,140**	**300,205**	**42,935**

Consolidated revenue for 2022 increased 14%, from € 300.2 million to € 343.1 million. The 2021 increase in subscription recruitment will continue in 2022 with an increase of € 25.7 million due to the acquisitions in 2022 and 2021. Printing for third parties increased by € 8.1 million due to both volume and price increases in the Printing Services segment. Miscellaneous revenue increased by € 9.7 million thanks to the resurgence of reader trips and events following the COVID-19 restrictions of recent years.

Revenue at a specific point in time amounted to € 221.8 million in 2022 (€ 202.9 million in 2021). Revenue over a period amounted to € 121.3 million (€ 97.3 million in 2021) and includes the subscription sales that are recognised in revenue, spread over the period covered by the subscription.

The Group's revenue broken down according to the different categories of business activities consists of:

in thousands of euros	2022	2021	Trend
Local Media Brands	38,796	46,930	-8,134
Magazines Brands	241,300	198,604	42,696
Printing for third parties and sale paper	44,359	36,232	8,127
Newspaper Brands	11,244	11,169	75
Audiovisual Brands	7,441	7,270	171
Total Sales	**343,140**	**300,205**	**42,935**

Revenue from exchange agreements amounted to € 24.3 million (2021: € 23.9 million).

In 2022, the Dutch company New Skool Media was acquired, as were the remaining 50% shares in 50+ Beurs & Festival BV and Gezondheid NV. Revenue from magazines grew strongly, especially as a result of this first acquisition. In total there was € 42.7 million additional revenue reported compared to the 2021 scope of consolidation. More info under Note 2 – Group Structure.

in thousands of euros	2022	2021	Trend
Advertising	105,354	112,671	-7,317
Subscriptions and sales	120,177	127,093	-6,916
Printing for third parties	46,241	36,232	10,009
Line extensions & other services and goods	28,629	24,209	4,420
Adjusted sales	**300,401**	**300,205**	**196**
Changes in the consolidation scope	42,739	-	42,739
Total sales	**343,140**	**300,205**	**42,935**

Revenue from printed matter in this table for an amount of € 46.2 million is higher than the €44.4 million in the table above, since the printing for New Skool Media is still regarded as printing for third parties in the adjusted revenue.

II. Assets and liabilities related to contracts with customers

After applying IFRS 15 *Revenue from contracts with customers*, the group recognised the following assets and liabilities with regard to contracts with customers:

The valuation rules of the Group with regard to revenue can be found in Note 1.

	Note	2022	2021	Trend
Receivables				
Trade receivabels, gross	18	53,704	51,778	1,926
Impairment of doubtful receivables, current (-)	18	-3,459	-3,074	-385
Contract assets				
To invoice	18	2,509	1,748	761
Accrued income		-	-	-
Contract liabilities				
Advances received	27	40,880	33,463	7,417
Credit notes to issue	27	1,995	2,354	-359
Customer credit balances	27	679	965	-286
Deferred income	27	6,828	7,589	-761
Obligations related to returns, refunds and other similar obligations				
Credit notes to issue: provision for unsold issues	27	5,681	4,587	1,094

Contract assets and liabilities relate to customer contracts that are generally settled within twelve months after the contract commences. Roularta Media Group has no contract costs, i.e. no costs that are specifically linked to only a single customer/contract.

The contract assets are recognised in the consolidated balance sheet as 'trade receivables and other receivables'. These mainly relate to performance obligations that have been fulfilled, but for which no invoicing has yet taken place. Upon invoicing, these contract assets are transferred to receivables and are therefore unconditional. Information about trade receivables is further explained in Note 18 'Trade and other receivables'.

The contract liabilities are recognised in the consolidated balance sheet as 'trade and other payables' and 'prepayments received'. Liabilities for return, reimbursement and other similar liabilities relate to individual sales via newsstands. A provision for unsold issues is booked for this. This is based on data regarding the historical returns.

The increase in prepayments received is mainly due to the acquisition of the New Skool Media entities.

NOTE 5 - SERVICES AND OTHER GOODS

Services and other goods of the Group consist of:

in thousands of euros	2022	2021
Transport and distribution costs	-20,276	-20,634
Marketing and promotion costs	-38,587	-35,348
Commission fees	-6,452	-6,174
Fees	-52,139	-43,068
Rent	-1,507	-1,564
Energy costs	-3,044	-2,332
Subcontractors and other deliveries	-15,109	-12,285
Remuneration members of the board of directors	-563	-369
Temporary workers	-3,067	-3,303
Travel and reception costs	-1,202	-754
Insurances	-664	-569
Other services and other goods	-779	-579
Total services and other goods	**-143,389**	**-126,979**

Services and other goods increased by € 16.4 million or 12.9% compared to last year. This increase is entirely due to the previously described acquisitions: without these acquisitions, costs decreased by € 1.4 million.

Fees include editorial and photo fees and general fees. The subcontractors and other deliveries category mainly comprises maintenance and repair costs, telecommunication costs and fuel costs. Commissions are commissions invoiced by third parties (advertising commission, newsstand sales commission and subscriptions commission).

NOTE 6 - PERSONNEL CHARGES

in thousands of euros	2022	2021
Wages and salaries	-78,165	-69,932
Social security contributions	-21,840	-21,578
Share-based payments	-3	-75
Post-employment benefit charges	-3,735	-3,192
Other personnel charges	-6,795	-3,340
Total personnel charges	**-110,538**	**-98,117**

The increase in personnel charges during 2022 is largely due to the aforementioned acquisitions and the increased indexed wages of Belgian blue-collar workers. Excluding the acquisitions, personnel charges fell by € 1.6 million.

The costs related to post-employment benefits mainly relate to charges for defined contribution plans. This mainly concerns Belgian plans financed by group insurance policies that from 2015 are considered under IFRS as a defined benefit pension plan, see Note 25.

Employment in full time equivalents	2022	2021
Total full time equivalent employment at the end of the period	1,293	1,243

The split between the number of full-time equivalent blue-collar workers and white-collar workers is as follows: 257 blue-collar workers (283 in 2021) and 1,036 white-collar workers (960 in 2021).

NOTE 7 - WRITE-DOWN OF INVENTORIES AND RECEIVABLES

in thousands of euros	2022	2021
Write-down & reversal of write-down of inventories	-393	99
Write-down & reversal of write-down of trade receivables	-143	234
Total write-down of inventories and receivables	**-536**	**333**

In 2022, the increased impairments on inventories is due to low consumption of paper inventories. In 2022 the reversal of the impairment on inventories came from the line extensions inventories.

We refer to Note 18 for an explanation of the impairment on trade receivables.

NOTE 8 - OTHER OPERATING INCOME AND EXPENSES

in thousands of euros	2022	2021
Government grants	2,240	2,165
Gains on disposal of intangible assets and property, plant and equipment	1,962	103
Gains on revaluation historical investment (step acquisition)	917	5,845
Payment differences and discounts	975	1,026
Gain on disposal of other receivables	50	-
Miscellaneous income	31	1,084
Total other operating income	**6,175**	**10,223**

in thousands of euros	2022	2021
Other taxes	-1,013	-998
Losses on disposal of intangible assets and property, plant and equipment	-305	-3
Losses on trade receivables	-526	-305
Losses on realisation of financial fixed assets	-86	-
(Reversal of) less values / (less values) on other non current receivables	12	-
Damage compensation	-784	-
Exchange differences	-23	-8
Payment differences and bank charges	-542	-489
Miscellaneous expenses	-102	-198
Total other operating expenses	**-3,369**	**-2,001**

In 2022 other operating income amounted to € 6.2 million (2021: income of € 10.2 million). A decrease of € 4.0 million, mainly due to the lower capital gain recognised in 2022 on the historical participation in the entity 50+ Beurs & Festival (capital gain of € 917 K). In 2021, a similar capital gain (at that time for € 5,845 K) was recognised on the Group's historical participations in fully acquired joint ventures (Belgomedia SA, Senior Publications NV) after application of IFRS 3 Business Combinations – step-by-step acquisition. In addition, in 2022 - at the time of deconsolidation of the Immovlan BV entity - the capital gain (€ 1.5 million) that RMG had booked in 2021 on the sale of its customer portfolio to Immovlan BV was partially realised.
See Note 2 – Group Structure for more information.

Other operating expenses mainly shows an increase in the item 'damage compensation'. This principally concerns a settlement of € 0.5 million that was reached following an alleged trademark infringement by the Group for which legal proceedings were initiated, for which a provision of € 1.0 million was set aside in 2021.

NOTE 9 - FINANCIAL INCOME AND EXPENSES

in thousands of euros	2022	2021
Interest income	171	108
Financial income	**171**	**108**
Interest expense	-486	-291
Financial costs	**-486**	**-291**
Total net finance costs	**-315**	**-183**

The interest expenses in 2022 as well as 2021 consist of the interest expense arising from the lease liabilities recognised under IFRS 16, as well as other interest. These expenses increased due to the IFRS 16 liabilities recognised in the acquired entities (see Note 2 for more information on these acquisitions).

NOTE 10 - INCOME TAXES

I. Current and deferred taxes

in thousands of euros	2022	2021
A. Income taxes - current		
Current period tax expense	-1,029	-1,298
Adjustments to current tax expense / income of prior periods	91	25
Total current income taxes	**-938**	**-1,273**
B. Income taxes - deferred		
Related to the origination and reversal of temporary differences	-2,227	3,467
Related to the reversal of depreciation (+) or depreciation (-) of deferred tax assets	-1,460	1,271
Total deferred income taxes	**-3,687**	**4,738**
Total current and deferred income taxes	**-4,625**	**3,465**

In 2022, current tax expenses of € 0.9 million and deferred tax expenses of € 3.7 million were booked.

Current tax expenses consist of a prepaid part and an estimated part, part of which in Belgium and the majority in the Netherlands (both in 2022 and 2021).

Deferred tax expense mainly consists of (1) a lower deferred tax asset on tax losses carried forward due to uncertainties in cost developments and tax legislation of € 2.2 million and (2) the release of € 1.3 million deferred tax expenses on the capital gain as a result of RMG's sale of its customer portfolio to Immovlan BV upon incorporation.

In 2021, deferred tax revenue mainly consisted of: 1/ a temporary difference following the establishment of the entity Immovlan BV whereby RMG sold its customer portfolio with a capital gain of € 8.3 million or € 2.1 million deferred tax revenue; 2/ a deferred tax liability of € 1.6 million that was definitively cancelled due to the mergers of the entities Senior Publications GmbH and Belgomedia SA and later Belgomedia SA with RMG.

II. Reconciliation of applicable and effective tax rate

in thousands of euros	2022	2021
Operating result after net financing costs	5,180	12,571
Share in the result of associated companies and joint ventures	2,485	4,232
Result before taxes, excluding share in result of associated companies and joint ventures	2,695	8,339
Statutory tax rate	-25.0%	-25.0%
Tax using statutory rate	**-674**	**-2,085**
Adjustments to tax of prior periods (+/-)	93	98
Tax effect of non-deductible expenses (-)	-1,270	-883
Tax effect of non-taxable revenues (+)	211	3,630
Tax credit resulting from investment allowances and notional interest deduction (reversal (-))	177	250
Tax effect of not recognising deferred taxes on losses of the current period (-)	-2,926	-367
Tax effect from the setup / (use) of deferred tax assets from previous years	1,959	2,553
Tax effect of recognising deferred taxes on tax losses of previous periods	-1,970	417
Tax effect of different tax rates of subsidiaries in other jurisdictions	-61	31
Other increase / decrease in tax charge (+/-)	152	-7
Tax effect of non-deductible goodwill	-316	-172
Tax using effective rate	**-4,625**	**3,465**
Result before taxes	5,180	12,571
Share in the result of associated companies and joint ventures	2,485	4,232
Result before taxes, excluding share in result of associated companies and joint ventures	2,695	8,339
Effective tax rate	-171.6%	41.6%
Total effective tax	**-4,625**	**3,465**

The effective tax rate was 171.6% in 2022 and 41.6% in 2021.

The € -2.9 million impact resulting from the non-recognition of deferred taxes on tax losses for the current financial year mainly concerns the losses resulting from the impairment on the customer portfolio of Immovlan BV for which no deferred tax asset was recognised. We refer to Note 14 – Intangible fixed assets.
The € 2.0 million impact of not recognising deferred taxes on past tax losses mainly concerns a decrease of the deferred tax asset due to uncertainties in future cost developments and tax legislation.

In 2021, non-taxable revenue (€ 3.6 million) resulted mainly from the liquidation of the entity Storesquare NV (€ 1.9 million) and from the capital gain on the historical participation of the fully acquired joint ventures Belgomedia SA and Senior Publications Nederland and their subsidiaries (€ 1.5 million impact). The deferred tax revenue from previous financial years (€ 2.6 million) were mainly due to the deferred tax liability of € 1.6 million (see above).

Deferred taxes on costs and revenue were not recognised directly in equity in 2022 nor in 2021.

III. Taxes included in the unrealised results

Deferred taxes on costs and revenues included in the unrealised results:

in thousands of euros	2022	2021
Non-current employee benefits - actuarial gains/losses	-150	101
Tax included in other comprehensive income	**-150**	**101**

NOTE 11 - EARNINGS PER SHARE

	2022	2021
I. Movement in number of shares (ordinary shares)		
Number of shares, beginning balance	13,141,123	13,141,123
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	1,373,589	1,389,309
Of wich shares reserved for issue under options	216,710	258,130
III. Earnings per share calculation		
1. Number of shares		
1.1 Weighted average number of shares, basic	11,766,209	11,719,515
1.2. Adjustments to calculate weighted average number of shares, diluted	*31,702*	16,687
stock option plans	*31,702*	*16,687*
1.3. Weighted average number of shares, diluted	11,797,911	11,736,202
2. Calculation		

The calculation of the basic profit and the diluted profit per share is based on the following parameters:

$$\frac{\text{Net result attributable to the shareholders of RMG}}{\text{Weighted average number of shares}} = \frac{7.620\text{ K€}}{11.766.209} = 0{,}65\text{ euro per share}$$

$$\frac{\text{Net result attributable to the shareholders of RMG}}{\text{Weighted average number of shares, diluted}} = \frac{7.602\text{ K€}}{11.797.911} = 0{,}65\text{ euro per share}$$

NOTE 12 - DIVIDENDS

	2022	2021
Amount of dividends proposed or declared after the balance sheet date but before authorisation of the financial statements (in thousands of euros)	11,768	11,762
Gross dividend per share (in euro)	1.0	1.0
Number of shares on 31/12	13,141,123	13,141,123
Number of own shares on 31/12	-1,373,589	-1,389,309
Mutation of own shares (before General Meeting)	4,375	10,025
Number of shares entitled to dividend on 31/12	**11,771,909**	**11,761,839**

The board of directors proposes a gross dividend of € 1.0 per share for the 2022 financial year, just as it was paid in 2022 for the 2021 financial year.

In the event that option holders yet exercise options between the time of publication of this annual report and the general meeting, the number of shares entitled to a dividend can still change.

For the decrease in treasury shares, we refer to Note 22 – Equity.

NOTE 13 - GOODWILL

in thousands of euros	
	2022
AT COST	
Balance on 01 January	997
Movements during the period:	
- Acquisitions through business combinations and sector acquisitions	9,852
Balance on 31 December	10,849
DEPRECIATIONS AND IMPAIRMENT LOSSES	
Balance on 01 January	997
Movements during the period:	
Balance on 31 December	997
Net carrying amount at the end of the period	9,852

in thousands of euros	
	2021
AT COST	
Balance on 01 January	997
Movements during the period:	
Balance on 31 December	997
DEPRECIATIONS AND IMPAIRMENT LOSSES	
Balance on 01 January	997
Movements during the period:	
Balance on 31 December	997
Net carrying amount at the end of the period	-

Following the acquisition of the EW and 50+ Beurs & Gezondheid brands (see Note 2), the following goodwill was booked in 2022.

in thousands of euros	2022
Goodwill EW (New Skool Media)	7,975
Goodwill 50+ Beurs & Gezondheidsheidsbeurs	1,877
Total Goodwill	9,852

In accordance with IAS 36 Impairment of Assets, goodwill is tested for impairment annually and whenever there is an indication that the cash-generating unit has suffered an impairment.

The goodwill created in the NSM acquisition was allocated to the brand EW, an opinion magazine for highly educated readers, entrepreneurs and decision makers, so that the future cash flows of this brand were compared with the carrying amounts of this brand (goodwill, brands and customer portfolios). Upon acquiring 50+, a brand was also recognised in addition to the goodwill.

The realisable amounts were obtained at EW using a discounted cash flow model based on management's budget for the coming year, and on the estimated long-term projections from the original business plan for the next four years, which have been conservatively adjusted due to uncertainty about future years. In the case of 50+, in addition to management's budget for the coming year, the estimated long-term forecasts have been partially positively adjusted to pre-COVID levels, given that both or one of the fairs did not take place in 2020, 2021 and 2022. Profitability is expected to increase again in the coming years.

The residual value was determined on the basis of a perpetuity formula, based on a long-term growth rate of 0% and a discount rate of 9.9%. This is calculated at group level and 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. In this, the long-term growth rate reflects expectations within the media world.

The result of the goodwill impairment tests did not lead to an impairment. The amount by which the unit's realisable value exceeds its carrying amount is € 3.4 million (EW) and € 0.2 million (50+).

In addition, a sensitivity analysis was performed on the main assumptions of the impairment test. The analysis is based on a change in a key assumption, with all other assumptions remaining constant. This may not be representative of an actual change, since changes in assumptions are unlikely to occur in isolation.

1/ Discount rate
A 2% increase in WACC would result in an impairment at EW; at 50+, if greater than 1%.

2/ Long-term growth rate of cash flows after the five-year period
A long-term growth rate that decreases by more than 3% (instead of 0%) would result in an impairment at EW; at 50+, if greater than 1%.

3/ Cash flow that serves for perpetuity
If the cash flow is more than 20% lower at EW, this results in an impairment loss; in the case of 50+, there is an impairment if these cash flows are 10% lower than the current assumption.

NOTE 14 - INTANGIBLE ASSETS

in thousands of euros					
2022	Brands	Customer portfolio	Software	Concessions, property rights and similar rights	Total intangible assets
AT COST					
Balance on 01 January	140,376	12,923	43,550	15,409	212,258
Movements during the period:					
- Additions	-	201	5,099	19	5,319
- Acquisitions through business combinations and sector acquisitions	22,935	1,964	1,258	-	26,157
- Sales and disposals	-	-	-1,256	-	-1,256
- Disposal of subsidiaries	-1,000	-10,738	-1,898	-	-13,636
- Other changes	-	-99	33	-	-66
Balance on 31 December	162,311	4,251	46,786	15,428	228,776
DEPRECIATIONS AND IMPAIRMENT LOSSES					
Balance on 01 January	84,190	1,018	34,118	15,318	134,644
Movements during the period:					
- Depreciations	5,623	1,317	4,946	14	11,900
- Acquisitions through business combinations and sector acquisitions	1	-	388	-	389
- Impairment losses	-	5,000	-	-	5,000
- Sales and disposals	-	-	-1,229	-	-1,229
- Disposal of subsidiaries	-173	-6,241	-574	-	-6,988
- Other changes	-	-99	33	-	-66
Balance on 31 December	89,641	995	37,682	15,332	143,650
Net carrying amount at the end of the period	72,670	3,256	9,104	96	85,126

in thousands of euros					
2021	Brands	Customer portfolio	Software	Concessions, property rights and similar rights	Total intangible assets
AT COST					
Balance on 01 January	119,805	-	36,673	15,280	171,758
Movements during the period:					
- Acquisitions	1,000	11,438	6,590	8	19,036
- Acquisitions through business combinations and sector acquisitions	23,650	1,495	2,477	121	27,743
- Sales and disposals	-4,079	-10	-1,241	-	-5,330
- Disposal of subsidiaries	-	-	-949	-	-949
Balance on 31 December	140,376	12,923	43,550	15,409	212,258
DEPRECIATIONS AND IMPAIRMENT LOSSES					
Balance on 01 January	73,484	-	29,890	15,127	118,501
Movements during the period:					
- Depreciations	4,336	1,027	4,186	162	9,711
- Acquisitions through business combinations and sector acquisitions	2,865	-	2,228	29	5,122
- Impairment losses	7,584	-	-	-	7,584
- Sales and disposals	-4,079	-9	-1,237	-	-5,325
- Disposal of subsidiaries	-	-	-949	-	-949
Balance on 31 December	84,190	1,018	34,118	15,318	134,644
Net carrying amount at the end of the period	56,186	11,905	9,432	91	77,614

The Group has significant software costs because it is strongly committed to innovations that improve the digital reading experience. Whereas previously these developments were mostly owned by the Group and could be capitalised, in the future more use will be made of existing SaaS solutions, which means that less software is expected to be capitalised.

The acquisitions through business combinations concern the acquisitions described in Note 2, to which various brands and customer portfolios were booked (see table below).

The divestment of subsidiaries relates entirely to the deconsolidation of Immovlan BV, whereby an impairment was booked on the customer portfolio in Immovlan BV before the moment of deconsolidation – see further in this note.

The table below shows the net carrying amount of the brands, customer portfolios and goodwill as of 31 December 2022 and 31 December 2021, and the remaining useful life as of 31 December 2022. All intangible assets are depreciated on the basis of their expected useful life within the Group.

in thousands of euros			
In thousands of euros	Intangible asset - 2022	Intangible asset- 2021	Total remaining useful life (in years)
Libelle/Femmes d'Aujourd'hui	20,537	21,862	15.5
Plus magazine NL	15,177	16,008	18.3
EW	14,546	-	19.2
Landleven	6,283	6,707	15.5
Télépro	3,425	3,841	8.3
Truckstar	2,320	-	9.2
Top Uitgaves	1,910	2,257	5.5
Fiscaal-juridisch	1,869	2,209	5.5
Beleggers Belangen	1,836	-	9.2
Fiets	1,430	-	9.2
Plus magazine BE	1,148	1,215	17.2
50+ Beurs & Gezondheidsbeurs	866	-	9.0
Feeling/Gael	641	758	5.5
Gezondheid	595	-	4.2
Communiekrant	44	133	0.5
Shedeals	30	90	0.5
Zappy Ouders	13	40	0.5
Immovlan	-	901	8.0
La Maison Victor	-	165	-
Total brand value	72,670	56,186	-
Customer list EW	1,395	-	14.2
Customer list Plus magazine NL	907	1,187	3.3
Customer list Black Tiger	548	688	4.0
Customer list Beleggers Belangen, Truckstar, Fiets	405	-	4.2
Customer list Immovlan	-	10,031	13.0
Total customer list value	3,255	11,906	-
Total software	9,104	9,432	3 to 5
Total other	98	90	-
Total intangible fixed assets	85,126	77,614	

Impairment testing of brands in 2022

One of the main sources of estimation uncertainty is assessing the useful life of the brands. All brands are a cash-generating unit (CGU) in themselves. The reason for this is that each brand constitutes an identity in itself, with its own strategic positioning, its own target group, its own values, its own marketing and sales approach, and will be managed individually to achieve the highest value per brand.
On 31 December 2022, the Group does not expect any deviation from the expected useful life that was determined at the end of the previous reporting period.

With regard to the valuations of the above intangible assets themselves, the Group expects profit margins in 2023 to be impacted by increased costs due to general inflation in the countries where the Group operates, including that related to energy prices with impact on wages, wage-based services and raw materials.
From this perspective, it was examined whether some material brands (with a net carrying amount of greater than one million euros) showed an indication of impairment by comparing the revenues and margins with the original business plans. This revealed that a number of brands are performing better than expected in terms of margins, but lower profitability is expected for two brands, Plus Magazine BE and Télépro. Therefore an impairment test was performed.

The realisable value for each of the cash-generating units was determined on the basis of a value-in-use calculation. This is based on cash flow projections for the next five years (2023-2027).

The assumptions in the test for the future years were identical to those of the impairment test of 31 December 2021, in particular: the most recent estimate for the coming year will be increased as follows from 2024: fixed costs increase by 1% per year, revenue increases on average by 1% per year for advertising and 2% every two years for subscriptions. These increases are all due to inflation. The following assumptions are additionally included: the price increases absorbed in 2022 and 2023 with regard to paper, printing rates, energy and IT costs would partially return to normal starting in 2024.
The residual value was determined on the basis of a perpetuity formula assuming a long-term growth rate of 0% and a WACC of 9.9% (in the 2021 impairment test, a WACC of 7% was used). 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. Since the local markets where Roularta Media Group is present exhibit a similar growth and risk profile, RMG management has judged that the same assumptions (growth rate and WACC) can be applied to all brands. In this, the long-term growth rate reflects expectations within the media world.

The test did not lead to an impairment for any of the brands, but the buffer for the Plus Magazine BE brand is limited with a headroom of approximately 25% of the outstanding net carrying amount on 31 December 2022. For Télépro, the headroom is approximately half of the outstanding net carrying amount on 31 December 2022.

In addition, a sensitivity analysis was performed on the main assumptions of the impairment test. The analysis is based on a change in a key assumption, with all other assumptions remaining constant. This may not be representative of an actual change, since changes in assumptions are unlikely to occur in isolation.

1/ Discount rate
An increase in the WACC of more than 1% would result in an impairment at Plus Magazine BE; at Télépro this would be from -5%.

2/ Long-term growth rate of cash flows after the five-year period
A long-term growth rate of less than -2% (instead of 0%) would result in an impairment at Plus Magazine BE; at Télépro this would be from -15%.

3/ Cash flow that serves for perpetuity
If this cash flow is more than 8% lower, this would result in an impairment for the Plus Magazine BE brand; at Télépro this would be from -35%.

In addition, the Group also performed a sensitivity analysis on the useful life of the brands that had a net carrying amount of € 4.0 million or greater on 31 December 2022. These results are included below for the fully consolidated companies. We refer to Note 16 for the same analysis on the brands of joint ventures.

If the remaining useful life of 15.5 years for the 'Libelle/Femmes d'Aujourd'hui' brand were reduced to 10 years, the impact would be € 0.7 million additional annual depreciation. If the remaining useful life were reduced to 5 years, the additional annual depreciation charge would amount to € 2.8 M.

If the remaining useful life of 18.3 years for the 'Plus Magazine NL' brand was reduced to 10 years, the impact would be an additional € 0.7 million annual depreciation charge. If the remaining useful life were reduced to 5 years, the additional annual depreciation charge would amount to € 2.2 million.

If the remaining useful life of 15.5 years for the 'Landleven' brand were reduced to 10 years, the impact would be an additional € 0.2 million annual depreciation charge. If the remaining useful life were reduced to 5 years, the additional annual depreciation charge would amount to € 0.8 million.

If the remaining useful life of 19.2 years for the 'EW' brand were reduced to 10 years, the impact would be an additional € 0.7 million annual depreciation charge. If the remaining useful life were reduced to 5 years, the additional annual depreciation charge would amount to € 2.2 million.

Impairment test of customer portfolio in 2022

The results of the Immovlan BV entity are lower than those forecast in the original business plans. Due to this indication, an impairment test was performed on the customer portfolio of Immovlan BV.

The realisable value was determined on the basis of the expected discounted cash flows. This is based on cash flow forecasts for the next five years (2023-2027) of the original customers that were brought in at the beginning of 2021 when the entity Immovlan BV was established. The budget figures were maintained for 2023. A discount rate of 11.37% was used, which is higher than the 9.9% for RMG's brands, given the higher risk profile of the online advertising revenue streams than that of the Group's brands that generate revenue from the readership market in addition to revenue from printed advertising.

The test showed that an impairment of € 10.0 million was needed: half each for the customer portfolios contributed by RMG and Rossel. Because the contributed customer portfolio of RMG was never reflected on the consolidated balance sheet of the Group (due to the full consolidation), the impact of the impairment on the Group's results amounts to € 5.0 million.

On 22 September 2022, Immovlan BV was deconsolidated (see Note 2) due to the loss of control over Immovlan BV by the Group, as a result of which the customer portfolio is no longer visible in the Group's intangible fixed assets at year-end.

Impairment in 2021

On 31 December 2021, an impairment was implemented on three brands that had persistently lower revenues due to the impact of COVID-19 lasting longer than expected and/or expected business restarts failing to materialise. An impairment of € 7.6 million was recorded on these three brands: Sterck, Flair and Le Vif.

NOTE 15 - PROPERTY, PLANT AND EQUIPMENT

in thousands of euros

2022	Land and buildings	Plant, machinery & equipment	Furniture and vehicles	Right-of-use assets	Other property, plant & equipment	Assets under construction	Total
AT COST							
Balance on 1 January	90,231	47,428	10,981	10,088	729	101	159,558
Movements during the period:							
- Acquisitions	1,339	1,414	300	2,854	166	1,070	7,143
- Acquisitions through business combinations	593	-	982	2,125	-	180	3,880
- Sales and disposals	-589	-508	-1,092	-48	-	-179	-2,416
- Impairment loss	-	-	-10	-	-	-	-10
- Other increase / decrease (+/-)	-	101	-	-796	-	-102	-797
Balance on 31 December	91,574	48,435	11,161	14,223	895	1,070	167,358
DEPRECIATION AND IMPAIRMENT LOSSES							
Balance on 1 January	55,277	24,104	9,399	4,991	209	-	93,980
Movements during the period:	0	0	0	0	0	0	
- Depreciations	2,248	2,505	471	2,333	129	-	7,686
- Acquisitions through business combinations	240	-	788	-	-	-	1,028
- Impairment loss	-	-	-4	-	-	-	-4
- Sales and disposals	-423	-509	-1,001	-48	-	-	-1,981
- Other increase / decrease (+/-)	-	-	-	-889	-	-	-889
Balance on 31 December	57,342	26,100	9,653	6,387	338	-	99,820
Net carrying amount at the end of the period	34,232	22,335	1,508	7,836	557	1,070	67,538

Assets pledged as security	in thousands of euros	2022
Land and buildings pledged as security for liabilities (mortgage included)		-

in thousands of euros							
2021	Land and buildings	Plant, machinery & equipment	Furniture and vehicles	Right-of-use assets	Other property, plant & equipment	Assets under construction	Total
AT COST							
Balance on 1 January	89,863	46,875	10,339	7,174	59	-	154,310
Movements during the period:							
- Acquisitions	392	2,855	265	1,421	407	101	5,441
- Acquisitions through business combinations	-	301	771	2,127	620	-	3,819
- Sales and disposals	-24	-2,602	-395	-130	-368	-	-3,519
- Other increase / decrease (+/-)	-	-1	1	-504	11	-	-493
Balance on 31 December	90,231	47,428	10,981	10,088	729	101	159,558
DEPRECIATION AND IMPAIRMENT LOSSES							
Balance on 1 January	53,057	24,147	8,686	2,638	38	-	88,566
Movements during the period:							
- Depreciations	2,244	2,311	432	1,832	26	-	6,845
- Acquisitions through business combinations	-	258	619	725	513	-	2,115
- Sales and disposals	-24	-2,602	-347	-130	-368	-	-3,471
- Other increase / decrease (+/-)	-	-10	9	-74	-	-	-75
Balance on 31 December	55,277	24,104	9,399	4,991	209	-	93,980
Net carrying amount at the end of the period	34,954	23,324	1,582	5,097	520	101	65,578

Assets pledged as security	in thousands of euros	0
Land and buildings pledged as security for liabilities (mortgage included)		-

Acquisitions in 2022 mainly relate to renovation of the buildings in Roeselare and construction of the padel court in Roeselare. Assets under construction include the new TV studio for Kanaal Z/Canal Z that will be ready for use in early 2023. In 2021, the Tempo 220 saddle stitcher (€ 1.9 million) was an important investment in the print shop.

The acquisitions in the recognised right-of-use assets (in accordance with IFRS 16 regulations) (€ 2.9 million) concern buildings as well as rolling stock. At the end of the reporting period, assets consist of the following categories with the following net carrying amounts:

in thousands of euros	31/12/2022	31/12/2021
Buildings	4,675	2,663
Vehicles	3,040	2,311
Other	121	123
Total right-of-use assets	7,836	5,097

The Group leases various offices, vehicles and a number of machines. Lease contracts are usually concluded for a fixed period of 3 to 9 years, possibly with options to extend; two have a lease term of more than 20 years. Lease terms are negotiated on an individual basis and contain a series of different general terms and conditions. The leases contain no covenants, but leased assets may not be used as a guarantee for financing purposes.

From 1 January 2019, leases are recognised as a right of use and a corresponding liability on the date that the leased asset is available for use by the Group. Each lease payment is allocated between the liability and the financing cost. The financing cost is charged to profit or loss over the lease period to generate a constant periodic interest rate for the remaining balance of the liability for each period. The right to use the asset is depreciated over the shortest of the useful life of the asset and the lease term on a straight-line basis.
Assets and liabilities arising from a lease are initially valued on the basis of their present value. The lease payments are discounted based on the marginal interest rate of the lessee, because the interest rate implicit in the lease could not be determined.

Cash flows relating to leases are presented as follows:
- Cash payments for the principal part of the lease obligation as cash flows from financing activities
- cash payments for the interest portion as well as cash flows from operational activities
- Short-term lease payments, payments for leases of assets with a low value, and variable lease payments that are not included in the valuation of the lease liabilities as cash flows from operational activities

The costs related to short-term leases amount to € 363 K (€ 379 K in 2021); the costs related to the leasing of assets with a low value (which are not shown as short-term leasing) amount to € 380 K (€ 461 K in 2021).

NOTE 16 - INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

I. Overview of significant joint ventures

The following joint venture participations have a significant impact on the Group's financial position and results.

Name of joint venture	Main activity	Place of incorporation and principal place of business	Proportion of ownership interest and voting rights of the group	
			2022	2021
Mediafin NV	Media Brands	Brussels, Belgium	50.0%	50.0%
Immovlan BV	Media Brands	Brussels, Belgium	35.0%	35.0%

These participations in joint ventures are valued according to the equity accounting method. For an overview of all joint ventures, we refer to Note 2 Group Structure. Summary financial information related to significant Group joint ventures is presented below. This financial information corresponds to the financial reporting of the joint ventures according to IFRS.

As of 2021, the participation Immovlan BV was held for 35% and was recognised using the full consolidation method because the Group had control over the activities of Immovlan BV. As of 22 September 2022, this control ceased and the consolidation method changed to the equity accounting method. For more information, see Note 2 – Group Structure.

II. Summary financial information

Mediafin

Roularta Media Group acquired 50% of the shares in Mediafin NV on 12 March 2018. Mediafin is the Belgian publisher of high-quality media such as *De Tijd* and *L'Echo*, which are committed to top journalism: a good match for the Roularta Group which also focuses on higher target groups. The acquisition was part of the sale of Medialaan to De Persgroep. The other 50% of Mediafin remained in the hands of Groupe Rossel.

The table below shows the main items of Mediafin's balance sheet and the income statement on the balance sheet date.

in thousands of euros	2022	2021
Condensed financial information on acquisition date		
Fixed assets	128,811	126,386
Current assets	28,981	35,766
- of which cash and cash equivalents	9,093	10,981
Non-current liabilities	-27,356	-28,978
- of which financial liabilities	-781	-1,596
Current liabilities	-25,611	-24,439
- of which financial liabilities	-1,101	-1,152
Net assets	104,825	108,735
Sales	78,570	73,685
Depreciation	-7,744	-7,470
Interest income	39	546
Interest expense	-367	-257
Income tax expense	-3,238	-2,600
Net result for the period	5,626	7,317
Other comprehensive income for the period	-18	-235
Total comprehensive income for the period	5,608	7,082
Dividends distributed to Roularta Media Group during the period	4,750	5,250

Cash and cash equivalents increased in 2022 by €1.9 million compared to 2021, and this after a dividend payment of € 4.8 million in 2022 to RMG (and the same amount to the other shareholder).

The unrealised results of 2022 include the long-term liabilities related to employee benefits. In 2021, the unrealised results comprised the revaluation of Holding Echo at the time of liquidation for € -0.5 million and, on the other hand, € 0.3 million for the long-term liabilities related to employee benefits.

Reconciliation of the aforementioned financial information with the net carrying amount of the participation of Mediafin in the consolidated financial statements:

in thousands of euros	2022	2021
Net assets of the joint venture/ associate	104,825	108,735
Minus Mediafins investment in Pulsar-IT BV	-876	-
Share of the Group in Mediafin	50.0%	50.0%
Carrying amount of the investment in Mediafin	**51,975**	**54,368**

The most important item under fixed assets concerns intangible fixed assets.

The table below shows the goodwill and intangible fixed assets in Mediafin (at 100%) on 31 December 2022 and 31 December 2021. The remaining net carrying amounts and useful lives are shown:

in thousands of euros	Intangible assets 2022	Intangible assets 2021	Total remaining useful life (in years)
Brand - De Tijd/ L'Echo	72,558	74,622	35.2
Brand - BePublic - BeReal	1,857	2,216	5.2
Customer relations	22,415	23,893	15.2
Goodwill - De Tijd/L'Echo	24,675	24,675	Unlimited
Goodwill Luxury Leads	2,368	-	Unlimited
Goodwill Pulsar-IT (OpenTheBox)	690	-	Unlimited
Total	**124,563**	**125,406**	

The intangible fixed assets of Mediafin were valued in the opening balance (at 100%) at € 141.7 million, including the temporary tax differences during useful life of € 29.5 million.

The total annual depreciation charge for the aforementioned intangible fixed assets within Mediafin is € 3.9 million (excluding deferred taxes). The annual impact on Roularta Media Group's EBITDA of this depreciation including deferred taxes amounted to € 1.5 million.

On 31 December 2022, there were no indicators of impairment for the investment, so no impairment test was performed.

In addition, at the end of December 2022, the Group again performed a sensitivity analysis on the useful life of the customer relationships and brands De Tijd/L'Echo. The conclusions were the following:

If the remaining useful life of De Tijd/L'Echo was reduced from 35.2 years as a 'super' brand to 20 or 10 years, the additional annual depreciation charge would be € 1.5 million or € 5.2 million respectively. The share in the profit of the Mediafin joint venture would then decrease by € 0.6 million or € 1.9 million respectively.
If the remaining useful life of the customer relationships within Mediafin of 15.2 years were reduced to 10 years, the additional annual depreciation charge would be € 0.7 million. If the remaining useful life were reduced to 5 years, the additional annual depreciation charge would amount to € 3.0 million. The share in the profit of the Mediafin joint venture would then decrease by € 0.3 million or € 1.1 million respectively.

Roularta Media Group has an outstanding net debt to Mediafin of € 3.0 million. Furthermore, there were no contingent or other liabilities with respect to Mediafin on 31 December 2022 and 2021. Mediafin needs the joint consent of Roularta Media Group and the other shareholder, Groupe Rossel, to distribute profit and take out possible loans.

Immovlan

The entity Immovlan BV was established on 6 January 2021 by Roularta Media Group (35%), Groupe Rossel (35%) and Belfius (30%). Immovlan BV comprises the activities of Immovlan and Vacancesweb that were previously part of CTR Media SA (50% RMG/50% Rossel). The participation is part of a strategic cooperation agreement between Belfius and Immovlan, whereby they combine their digital expertise and further diversify their service offerings in residential real estate.
Following the above-mentioned change of control, the entity is accounted for under the equity accounting method as of the deconsolidation date.

The table below shows the main items of the balance sheet of Immovlan BV and the income statement (for the period October 2022 – December 2022) on the balance sheet date.

in thousands of euros	2022
Fixed assets	8,293
Current assets	1,510
- of which cash and cash equivalents	308
Current liabilities	-1,240
Net assets	8,563
Sales	1,479
Depreciation	-303
Income tax expense	-35
Total comprehensive income for the period	-264

Reconciliation of the aforementioned financial information with the net carrying amount of the participation of Immovlan in the consolidated financial statements:

in thousands of euros	2022
Net assets of the joint venture / associated company	8,563
Share of the Group in Immovlan	35.0%
(Theoretical) carrying amount of the investment in Immovlan before deconsolidation	**2,997**
Elimination remaining unrealised gain on customer portfolio due to deconsolidation (after tax)	-864
Carrying amount of the investment in Immovlan	**2,133**

The most important item under fixed assets concerns intangible fixed assets.

The table below shows the intangible fixed assets in Immovlan (at 100%) as at 31 December 2022. The remaining net carrying amounts and useful lives are shown:

in thousands of euros	Intangible assets 2022	Intangible assets 2021	Total remaining useful life (in years)
Merk - Immovlan	801	901	8
Klantenportefeuille Immovlan	5,830	10,031	13
Total	**6,631**	**10,932**	

The decrease in Immovlan's customer portfolio comes in addition to the regular annual depreciation due to the impairment of € 5.0 million that was booked as a result of the impairment test (see Note 14 – Intangible fixed assets). In addition, the customer portfolio was increased by a capital gain of € 1.5 million, which was recognised as other operating income. This concerns the capital gain that RMG partially realised at the time of deconsolidation on the value of the sale of its customer portfolio to Immovlan BV in 2021.

The total remaining annual depreciation charge for the aforementioned intangible fixed assets within Immovlan is € -0.5 million (excluding deferred taxes). The annual impact on Roularta Media Group's EBITDA of this depreciation including deferred taxes amounts to € -0.2 million.

III. Summary financial information of associates and joint ventures that are individually not significant

This category comprises the companies CTR Media SA, Yellowbrick NV, Repropress CVBA, Pulsar-IT BV, Motor.NL BV and Pite Media BV.

During 2022, Mediafin took a 90% stake in Pulsar-IT, and Motor.NL and Pite Media (which are part of the NewSkoolMedia acquisition) were purchased by RMG's subsidiary Roularta Media Nederland BV. With regard to 50+ Beurs & Festival BV, the remaining 50% participation was acquired at the beginning of 2022, as a result of which it is fully consolidated and is therefore no longer included here.

in thousands of euros	2022	2021
Share of the Group in total comprehensive income for the period	-236	628
Total carrying amount of other investments held by the Group	**608**	**935**

Roularta Media Group has no contractual obligations with respect to these associates and joint ventures on 31 December 2022 and 2021.

IV. Evolution of the net carrying amount of the participations according to the equity accounting method

in thousands of euros	2022	2021
Balance at the end of the preceding period	55,303	60,256
Movements during the period:		
- Share in the result of associated companies and joint ventures	2,485	4,232
- Share of other comprehensive income of joint ventures and associates	-18	-118
- Dividends	-4,750	-5,250
- Provision for additional losses	16	-2,320
- Effect group change	1,622	-1,497
- Other changes	394	-
Balance at the end of the period (investments, amounts receivable not included)	**55,051**	**55,303**

In 2022, dividends of € 4.8 million were distributed from Mediafin. Changes in securities for the group include the purchase of the joint ventures Motor.NL BV, Pite Media BV and Pulsar-IT BV as well as the inclusion of Immovlan BV accounted for using the equity accounting method (together € 2.3 million). On the other hand, the participation according to the equity accounting method of 50+ Beurs & Festival BV disappeared after the full acquisition at the beginning of 2022 (€ -0.6 million impact).

In 2021, Mediafin paid dividends of € 5.3 million. The entities in the Bayard Group previously had losses carried forward for which a provision was always made. As a result of the full acquisition of these entities, a provision of € 2.3 million was reversed. The participation related to these entities was no longer recognised using the equity accounting method (€ -1.5 million), and assets and liabilities were fully consolidated as of 1 April 2021.

NOTE 17 - INVESTMENTS IN FINANCIAL ASSETS, LOANS AND GUARANTEES

I. Overview of item

in thousands of euros	2022	2021
Investments in financial assets - fair value through profit or loss	169	510
Loans and guarantees - amortised cost	996	1,961
Total investments in financial assets, loans and guarantees	**1,165**	**2,471**

II. Investments in financial assets – evolution during financial year

in thousands of euros	2022	2021
AT FAIR VALUE WITH RECOGNITION OF VALUE CHANGES IN PROFIT AND LOSS ACCOUNT		
Balance on 1 January	4,230	4,210
Movements during the period:		
- Acquisitions through business combinations	-	20
- Disposals	-391	-
Balance on 31 December	3,839	4,230
IMPAIRMENT LOSSES (-)		
Balance on 1 January	-3,720	-3,695
Movements during the period:		
- Overdrachten en buitengebruikstellingen (-)	50	-
- Other movement	-	-25
Balance on 31 December	-3,670	-3,720
Net carrying amount at the end of the period	169	510

Management has determined that the cost price is a correct estimate of the fair value for the unlisted equity investments of the fully consolidated companies because there is insufficient recent information available to measure the fair value.

III. Loans and guarantees – evolution during the financial year

in thousands of euros	2022	2021
AT AMORTISED COST		
Balance on 1 January	1,961	2,798
Movements during the period:		
- Additions	70	24
- Acquisitions through business combinations	7	61
- Amount of payments used	-1,022	-921
- Reimbursements	-20	-1
Balance on 31 December	996	1,961
Net carrying amount at the end of the period	996	1,961

The decrease in the guarantees in 2022 comes from a judicial deposit related to legal proceedings regarding an alleged trademark infringement and for which a settlement was reached between the parties in 2022. The decrease in 2021 came from a settlement with a former supplier for which a provision for the same amount was reversed. See Note 24 – Provisions.

NOTE 18 - TRADE AND OTHER RECEIVABLES

I. Trade and other receivables – fixed

in thousands of euros	2022	2021
Other receivables	121	-
Total trade and other receivables - non-current	**121**	**-**

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

In 2022 and in 2021 there were no doubtful long-term receivables.

II. Trade and other receivables – current

in thousands of euros	2022	2021
Trade receivables, gross	53,704	51,778
Allowance for bad and doubtful debts, current	-3,459	-3,074
Invoices to issue and credit notes to receive (*)	2,875	1,955
Amounts receivable and debit balances suppliers	481	927
VAT receivable (*)	23	274
Other receivables, gross	1,311	921
Allowance for other receivables	-116	-141
Total trade and other receivables - current	**54,819**	**52,640**

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

With the exception of AMP NV (the largest press distributor in Belgium) with which there are no overdue receivables, there was no significant concentration of credit risk with a single counterparty as of 31 December 2022. The unsettled receivables are spread over a large number of customers and, with the exception of AMP NV, there is no customer with an outstanding balance representing more than 10% of total customer receivables.

Trade receivables increased slightly due to higher revenue realised through the acquisitions, but with a lower DSO (51 days in 2022 versus 53 days in 2021). DSO is defined as total current trade receivables divided by the total revenue for the last 3 months/90.

The table below shows the age analysis of the trade receivables in the short term:

in thousands of euros	2022	2021
Nominal amount at the end of the period	**53,704**	**51,778**
- of which:		
* not due and due less than 30 days	42,198	43,352
* due 30 - 60 days	3,601	1,983
* due 61 - 90 days	2,006	519
* due more than 90 days	5,899	5,924

At the end of the financial year, an estimate is made of doubtful receivables based on an evaluation of all outstanding amounts.

For trade receivables that do not contain a significant financing component (i.e. almost all trade receivables), the provision for losses is valued at an amount equal to the expected credit losses during the term. These are the expected credit losses that arise from all possible defaults during the expected useful life of these trade receivables, based on a provision matrix that takes into account historical information about payment defaults adjusted for future-oriented information per customer. The Group considers a financial asset in default when the receivables have been due for more than 120 days or have been included in a collection procedure. Nevertheless, the Group also considers a financial asset to be in default when internal or external information indicates that it is unlikely that the Group will receive the outstanding contractual amounts in full, before possibly appealing to credit insurance.

Doubtful debts are written off in the year in which they are identified as a debtor in serious financial difficulties.

The following table shows the evolution of the provision for doubtful debts:

in thousands of euros	2022	2021
Net carrying amount on 1 January	**-3,074**	**-3,274**
- Amounts written off during the year	-1,060	-610
- Reversal of amounts written off during the year	917	844
- Acquisition through business combination	-276	-34
- Desinvestment of subsidiaries	27	-
- Reclassified as assets held for sale	7	-
Net carrying amount on 31 December	**-3,459**	**-3,074**

In both 2022 and 2021, new downward value adjustments or reversals were booked on a customer-specific basis.

The Group applied the simplified method under IFRS 9 to measure the loss compensation at an amount equal to the credit losses expected during the period (see above). The realised reduction in value on receivables (also partly on receivables foreseen at the end of the previous financial year) can be found in Note 8 – Other operating income.

The table below shows the evolution of the provision for other debts.

in thousands of euros	2022	2021
Net carrying amount at the end of the preceding period	**-141**	**-141**
- Reversal of amounts written off during the year	25	-
Net carrying amount at the end of the period	**-116**	**-141**

NOTE 19 - DEFERRED TAX ASSETS AND LIABILITIES

I. Overview of deferred tax assets and liabilities

The deferred tax assets and liabilities included in the balance sheet can be attributed to:

in thousands of euros	2022		2021	
	Deferred tax assets	Deferred tax liabilities	Deferred tax assets	Deferred tax liabilities
Intangible assets	2,036	12,325	1,938	6,225
Property, plant and equipment	22	5,250	18	5,267
Investments in financial assets, loans, guarantees	-	2,738	-	2,825
Trade and other receivables	-	47	-	-
Treasury shares	-	-	-	15
Retained earnings	-	367	-	367
Provisions	736	-	1,037	-
Non-current employee benefits	1,373	-	1,493	-
Accrued expenses and deferred income	100	-	119	-
Total deferred taxes related to temporary differences	**4,267**	**20,727**	**4,604**	**14,698**
Tax losses	300	-	169	-
Tax credits	10,972	-	12,563	-
Set off tax	-12,527	-12,527	-10,088	-10,088
Net deferred tax assets / liabilities	**3,012**	**8,200**	**7,248**	**4,611**

Deferred tax assets fell sharply in 2022 due to the decrease in tax credits. The Group has taken into account uncertainties in tax legislation and future cost developments. Deferred tax liabilities increased strongly in 2022 as a result of the intangible assets resulting from the acquisitions of New Skool Media, 50+ Beurs & Festival BV and Gezondheid NV. We refer here to Note 2 – Group Structure.

The Group did not recognise any deferred tax assets on tax losses of € 61.4 million (2021: € 61.0 million) on the one hand and on temporary differences of € 6 K (2021: € 8 K) on the other hand, as it is unlikely that there will be taxable profits available in the near future from which they can be deducted.

Roularta Media Group recognised deferred tax assets for a total of € 306 K (2021: € 93 K) for subsidiaries that suffered losses in the current or previous period. The budgets of the subsidiaries show that sufficient taxable profits will be available in the near future from which the deferred tax assets can be deducted.

II. Deferred tax assets on tax losses and tax credits

in thousands of euros	2022		2021	
	Tax losses carried forward	Tax credits	Tax losses carried forward	Tax credits
Year of expiration				
Current year	-	-	-	-
Without expiration date	300	10,971	169	12,563
Total deferred tax asset	**300**	**10,971**	**169**	**12,563**

NOTE 20 - INVENTORIES

in thousands of euros	2022	2021
Gross amount		
Raw materials	11,152	7,620
Work in progress	1,090	1,097
Finished goods	197	153
Goods purchased for resale	1,171	949
Contracts in progress	74	74
Total gross amount (A)	13,684	9,893
Write-downs (-)		
Raw materials	-571	-
Finished goods	-29	-116
Goods purchased for resale	-283	-353
Total write-downs (B)	-883	-469
Carrying amount		
Raw materials	10,581	7,620
Work in progress	1,090	1,097
Finished goods	168	37
Goods purchased for resale	888	596
Contracts in progress	74	74
Total carrying amount at cost (A+B)	12,801	9,424

The increase in inventories mainly concerns paper stocks that have increased due to the large increase in paper prices in 2022 (+76% on average compared to 2021). For downward value adjustments, we refer to Note 7.

There are no buildings or other securities applicable to the inventories.

NOTE 21 - CASH AND CASH EQUIVALENTS

in thousands of euros	2022	2021
Bank balances	54,462	49,948
Short-term deposits	30,017	56,710
Cash at hand	1	2
Total cash and cash equivalents	84,480	106,660

The evolution in cash and cash equivalents (€ - 22.2 million) comes from (1) the positive cash flow from operational activities (€17.8 million) – mainly from (i) the EBITDA (€ 27.0 million - i.e. excluding the result of the joint ventures, provisions and impairments on inventories and receivables) and (ii) the dividend of Mediafin NV of € 4.8 million, less (iii) higher working capital of 9.7 million; less (2) the outflow in the investment activities of € -26.2 million – mainly due to the acquisitions of New Skool Media, 50+ Beurs & Festival BV and Gezondheid NV (together € 18.0 million) and investments in software and buildings; and (3) those from financing activities € -13.8 million – mainly due to the dividend payment of € 11.8 million.

There are no cash investments.

NOTE 22 - EQUITY

Subscribed capital

As of 31 December 2022, issued capital amounts to € 80,000 K (2021: € 80,000 K) represented by 13,141,123 (2021: 13.141.123) fully paid-up ordinary shares. These shares have no nominal value.

Year	Month	Transaction	Number of shares	Equity	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	EUR
2001	October	Destruction of 119,305 own shares	9,553,679	111,743,000	EUR
2002	June	Capital increase by conversion of 35,350 warrants	9,589,029	112,138,000	EUR
2003	June	Capital increase by conversion of 43,475 warrants	9,632,504	112,623,000	EUR
2003	July	Capital increase by contribution in kind	9,884,986	118,463,000	EUR
2004	June	Capital increase by conversion of 43,625 warrants	9,928,611	118,950,000	EUR
2005	June	Capital increase by conversion of 28,350 warrants	9,956,961	119,267,000	EUR
2006	January	Capital increase by conversion of 39,090 warrants	9,996,051	120,054,000	EUR
2006	February	Capital increase by contribution in cash	10,985,660	131,939,204	EUR
2006	May	Incorporation of an issue premium	10,985,660	170,029,300	EUR
2006	June	Capital increase by conversion of 19,825 warrants	11,005,485	170,250,500	EUR
2007	January	Capital increase by conversion of 9,340 warrants	11,014,825	170,439,000	EUR
2007	June	Capital increase by conversion of 22,225 warrants	11,037,050	170,687,000	EUR
2008	January	Capital increase by conversion of 7,864 warrants	11,044,914	170,846,000	EUR
2008	May	Capital increase by conversion of 17,375 warrants	11,062,289	171,040,000	EUR
2008	December	Capital increase by contribution in cash	13,131,940	203,040,000	EUR
2011	January	Capital increase by conversion of 9,183 warrants	13,141,123	203,225,000	EUR
2015	May	Capital decrease	13,141,123	80,000,000	EUR
2015	June	Merger - Roularta Media Group NV with Roularta Printing NV, Biblo NV, De Streekkrant - De Weekkrantgroep NV, Euro DB NV, Le Vif Magazine SA, New Bizz Partners NV, Press News NV, Regie, De Weekkrant NV, Roularta Business Leads NV, Roularta IT-Solutions NV, Roularta Publishing NV and West-Vlaamse Media Groep NV	13,141,123	80,000,000	EUR
2019	June	Merger Roularta Media Group NV with Bright Communications BVBA	13,141,123	80,000,000	EUR
2020	June	Merger Roularta Media Group NV with Senior Publications NV	13,141,123	80,000,000	EUR
2021	July	Merger Roularta Media Group NV with Belgomedia SA	13,141,123	80,000,000	EUR
2022	July	Merger Roularta Media Group NV with Gezondheid NV	13,141,123	80,000,000	EUR

Treasury shares

On 31 December 2022 the Group had 1,373,589 treasury shares in its portfolio (2021: 1,389,309), representing a value of € 31.1 million or € 22.65 per share. In 2021, 84,192 treasury shares (worth € 1.2 million) were used to purchase the remaining equity interest in the former joint ventures with the Bayard Group.

When exercising their options, during the financial year 15,720 (2021: 28,995) treasury shares were allocated to the holders of the options.

Other reserves

in thousands of euros	2022	2021
Share premium	304	304
Costs of issuance and equity increase (net after deferred taxes)	-1,275	-1,275
Reserves for share-based payments	1,911	1,907
Reserves for actuarial gains/losses employee benefits	901	468
Total other reserves	**1,841**	**1,404**

The share-based payment reserves relate to the share options granted as described in Note 23.

Minority interests

On the balance sheet date, the equity interest held by minority shareholders was as follows:

Name	Country of incorporation and operation	2022	2021
Immovlan BV	Belgium	0.00%	65.00%
Studio Aperi Negotium NV	Belgium	25.00%	25.00%

On 22 September, 2022, the Group lost control of Immovlan BV. As a result, from the deconsolidation date, Immovlan BV is recognised using the equity accounting method for the 35% interest that was retained. For more information, we refer to Notes 2 and 16.

The reconciliation for 2022 of the minority interest on the balance sheet and the net result attributable to minority interests can be found in the table below. For Immovlan BV this concerns the net result for the period up to and including the deconsolidation date. It includes, among other things, the 65% share in the impairment of € 10.0 million booked on the customer portfolio of Immovlan BV. We refer for this to Note 14.

2022	in thousands of euros	Immovlan BV	Studio Aperi Negotium NV	Total
Non-current assets		-	166	166
Current assets		-	578	578
Non-current liabilities		-	1,023	1,023
Current liabilities		-	706	706
Equity		**-**	**-985**	**-985**
Non controlling %		0.00%	25.00%	
Minority interest		**-**	**-247**	**-247**
				-
Sales		2,671	2,041	4,712
Net result		-10,987	307	-10,680
Non controlling %		65.00%	25.00%	
Net result attributable to minority interests		**-7,142**	**77**	**-7,065**

In 2021, the minority interest included Studio Aperi Negotium NV and Immovlan BV.

2021	in thousands of euros	Immovlan BV	Studio Aperi Negotium NV	Total
Non-current assets		20.486	206	20.692
Current assets		1.707	194	1.901
Non-current liabilities		-	1.036	1.036
Current liabilities		1.049	664	1.713
Equity		**21.144**	**-1.300**	**19.844**
Non controlling %		65,00%	25,00%	
Minority interest - subtotal		**13.744**	**-323**	**13.421**
Fair value put option minority interest		-394	-	-394
Minority interest		**13.350**	**-323**	**13.027**
Sales		5.831	1.248	7.079
Net result		-856	-1	-857
Non controlling %		65,00%	25,00%	
Share in result		**-556**	**-**	**-557**

NOTE 23 - SHARE-BASED PAYMENTS

Various share option plans were issued by NV Roularta Media Group with the intention of allowing management and executives to enjoy the growth of the company and the evolution of the Roularta share. In order to meet potential share option obligations, a treasury share purchase programme was set up in the past to allow the company to meet these future options. All share option plans are settled in equity instruments, with each of the plans providing for one option giving entitlement to one Roularta share against payment of the exercise price. The options become unconditional if the employment contract or director's mandate is not terminated at the time of the next exercise period. Below is an overview of the existing share option plans.

Share options

The nomination and remuneration committee decides on the granting of the option plans in function of the performance of management and executives, their contribution to realising the Group's objectives and their commitment to the long-term development of the Group's strategy.

Share options are exercisable at the price corresponding to the average closing price of the share during the thirty days preceding the date of the option offering or the last closing price before the day of the offering. The maximum life of options granted is explained in the following table. If the option is not exercised after the last exercise period, it expires. Options that are not yet exercisable are stated if a member of management or an executive leaves the company before the final exercise period, except in the event of retirement or death.

No new option plans were issued in 2022 or 2021.

Overview of the ongoing share option plans offered to management and executives on 31 December 2022:

Year of offering	Options offered	Options granted	Options to be exercised	Exercise price in €	First exercise period	Last exercise period
2008	300,000	233,650	105,950	40.00	01/01 - 31/12/2012	01/01 - 31/12/2023
2015	203,750	117,700	43,010	11.73	01/01 - 31/12/2019	01/01 - 31/12/2025
2019	370,000	102,250	67,750	14.39	01/01 - 31/12/2023	01/01 - 31/12/2029
	873,750	**453,600**	**216,710**			

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Overview of the share options outstanding during the financial year:

	2022		2021	
	Number of share options	Weighted average exercise price in €	Number of share options	Weighted average exercise price in €
Outstanding on 1 January	**258,130**	**24.86**	**428,075**	**33.25**
Forfeited during the year	-25,700	-	-5,000	-
Exercised during the year	-15,720	11.73	-28,995	11.73
Expired during the year	-	-	-135,950	53.53
Outstanding on 31 December	**216,710**	**26.38**	**258,130**	**24.86**
Exercisable on 31 December	118,900		130,300	

During the current financial year, 15,720 share options were exercised (28,995 in 2021), and 25,700 options cancelled as a result of employees no longer working for the company, spread over two outstanding option plans.

In 2022 a total of € 3 K in expenses (2021: € 75 K expenses) were recognised in personnel charges related to equity-settled share-based payment transactions. All option plans granted from 7 November 2002 are recognised in the profit and loss account starting in 2015.

The share options outstanding at the end of the period have a weighted average residual life of 3.3 years (4.5 years in 2021). In 2022 the weighted average share price on the exercise date was € 18.87 (2021: € 15.44).

NOTE 24 - PROVISIONS

At the end of the reporting period, provisions amounted to € 6.3 million compared to € 7.1 million last year. They are mainly the result of pending disputes (€ 4.5 million) and other provisions (€ 1.8 million).

The provisions for pending disputes mainly relate to pending lawsuits with former suppliers of Roularta Media Group, of which Infobase (€ 3.5 million) remains the largest. In this last dispute, there two legal proceedings with Infobase remain pending, namely (i) proceedings before the attachment court in Brussels regarding the opposition to the penalty payments imposed between September 2017 and March 2022 and (ii) proceedings pending before the 17th Division of the Brussels Court of Appeal regarding the release of the judicial deposits made by Roularta Group as a result of unjustly notified and paid penalty payments.

During the first quarter of 2022, a settlement was reached for € 0.5 million for pending legal proceedings regarding an alleged trademark infringement by Roularta Media Group, for which a provision of € 1.0 million had been set aside in 2021. For more details, we refer to Note 17 Investments in financial assets, loans and guarantees.

The other provisions concern diverse matters. A small number concern provisions for participations recognised using the equity accounting method, the losses of which exceed the carrying amount of the participation, see also Note 16 - Investments in associates and joint ventures.

A total of € 1.1 million in revenue was booked to the provisions line in the consolidated profit and loss account. This consists on the one hand of € 0.9 million in provisions for pending disputes and other provisions, and € 0.3 million for provisions regarding personnel (see Note 25).

2022			
in thousands of euros	**Legal proceeding provisions**	**Other provisions**	**Total**
Balance on 1 January	**5,134**	**1,932**	**7,066**
Movements during the period:			
- Increase / decrease due to existing provisions	537	160	697
- Acquisitions through business combinations	-	140	140
- Amounts of provisions used (-)	-638	-144	-782
- Unused amounts of provisions reversed (-)	-524	-270	-794
Balance on 31 December	**4,509**	**1,818**	**6,328**

2021			
in thousands of euros	**Legal proceeding provisions**	**Other provisions**	**Total**
Balance on 1 January	**4,553**	**3,070**	**7,622**
Movements during the period:			
- Additional provisions	1,481	893	2,375
- Acquisitions through business combinations	23	301	324
- Amounts of provisions used (-)	-919	-13	-932
- Unused amounts of provisions reversed (-)	-20	-2,319	-2,339
- Other increase / decrease	16	-	16
Balance on 31 December	**5,134**	**1,932**	**7,067**

NOTE 25 - NON-CURRENT EMPLOYEE BENEFITS

I. General

in thousands of euros	**2022**	**2021**
Defined benefit plans	2,776	3,139
Redundancy payments	984	1,477
Other long-term employee benefits	2,841	2,839
Group insurance provision (NL)	*115*	-
Future tariff benefits on subscriptions	*1,060*	*785*
Employee retirement premiums	*3*	*8*
Jubilee premiums	*1,663*	*2,046*
Total non-current employee benefits	**6,601**	**7,455**

II. Defined benefit pension plans

There are various pension plans, the compensation of which depends on the number of years of service and wages. For the Belgian plans, assets are held in funds in accordance with local legal requirements.

Belgian defined contribution plans for pensions are subject by law to guaranteed minimum returns. For new deposits from 2016 onwards, the statutory minimum return is linked to the return on Belgian straight-line bonds with a maturity of 10 years, with a minimum of 1.75% and a maximum of 3.75%. This minimum return requirement is calculated as an average over the member's entire career. The Group has assumed that the minimum return requirement will increase to 2.5% from 2024, given the higher interest rate on Belgian government linear bonds (OLOs) with a 10-year maturity. Due to these guaranteed minimum returns, all Belgian defined contribution plans are considered under IFRS as a defined benefit pension plan.

IAS 19 requires an entity to create a provision when an employee has rendered services in exchange for future benefits to be paid. For each plan, the pension costs are calculated by an actuary on the basis of the projected unit credit method. Based on this method, the liabilities with regard to past service and the accrued plan assets are calculated. The difference between the liability and the fair value of the plan assets is recognised by the Group in the balance sheet as employee benefits.

The table below provides an overview of the 2022 and 2021 gross liability resulting from defined benefit pension plans, the fair value of the plan assets and the changes thereto. They include multiple Belgian plans that are presented in aggregate because they do not differ materially in characteristics, geographic location, reporting segment or financing arrangement. The plans are financed on the basis of insurance contracts with a guaranteed interest rate (Tak 21), whereby the fair value of the plan assets is determined on the basis of IAS 19.115. The net pension liability decreased by € 363 K compared to last year.

in thousands of euros			2022			2021
	Defined benefit obligation	Fair value of plan assets	**Net defined benefit liability**	Defined benefit obligation	Fair value of plan assets	**Net defined benefit liability**
Balance on 1 January	68,615	65,476	3,139	65,769	63,553	2,216
Pension cost charged to profit and loss						
Service cost	3,222	-	3,222	3,315	-	3,315
Net interest expense	818	800	18	829	822	8
Subtotal included in profit and loss	**4,041**	**800**	3,241	**4,144**	**822**	3,322
Benefits paid	-2,676	-2,676	-	-2,605	-2,605	-
						-
Remeasurement gains/losses in other comprehensive income						-
Return on plan assets (excluding amounts included in net interest expense)	-	-18,374	18,374	-	-1,025	1,025
Actuarial changes arising from changes in demographic assumptions	-	-	-	642	-	642
Actuarial changes arising from changes in financial assumptions	-19,374	-	-19,374	480	-	480
Actuarial changes arising from experience adjustments	160	-	160	-1,807	-	-1,807
Subtotal included in other comprehensive income	**-19,214**	**-18,374**	-840	**-685**	**-1,025**	339
						-
Contributions by employer	-	2,764	-2,764	-	2,767	-2,767
Contributions by the plan's participants	399	399	-	409	409	-
Additions/decreases from business combinations/divestments	-	-	-	1,583	1,555	28
Balance on 31 December	**51,165**	**48,389**	**2,776**	**68,615**	**65,476**	**3,139**

The slight increase in 2021 in the net defined benefit obligation as a result of business combinations was due to Belgomedia SA, which was a joint venture in 2020 that was fully consolidated after the purchase of the remaining 50% of shares in 2021.

The main actuarial assumptions are as follows:

Principal actuarial assumptions	2022	2021
1. Discount rate	3.77%	1.20%
2. Expected return on plan assets	3.77%	1.20%
3. Expected rate of salary increase	2.70%	2.50%
4. Underlying future inflation	2.20%	2.00%
5. Minimum return requirement	2.50%	1.75%

A sensitivity analysis was performed on the above parameters on 31 December 2022. The figures below show the impact on the gross pension obligation.

in thousands of euros	2022
Discount rate	
Decrease of 0,25%	1,151
Increase of 0,25%	-1,483
Estimated future salary change	
Decrease of 0,25%	-295
Increase of 0,25%	294
Future consumer price index change	
Decrease of 0,25%	-242
Increase of 0,25%	258
Future turnover change	
Decrease of 0,25%	541
Increase of 0,25%	-1,047

The above sensitivity analyses are based on a change in one assumption while all other assumptions are held constant. In practice, this is unlikely to happen and changes in some of the assumptions can be correlated. The projected unit credit method was also used to calculate the sensitivity of the defined benefit obligation to significant actuarial assumptions. The impact on the net pension obligation will be significantly lower than the above values and the effect will go through unrealised period results.

For defined benefit pension plans, the insurance contracts use a defensive investment strategy that primarily invests in fixed income securities to ensure the security, return and liquidity of the investments. This takes into account the judicious diversification and spread of the investments. The main categories of plan assets and the share of each major category in the fair value of the plan assets are: 66.5% government bonds (68.0% in 2021), 7.5% corporate bonds (7.6% in 2021), 7.0% loans (6.0% in 2021), 7.0% shares (5.0% in 2021), 12.0% real estate (13.3% in 2021).

The expected benefits to be paid from the plan assets are as follows:

in thousands of euros	2022
Within the next 12 months	260
Between 2 and 5 years	6,544
Between 6 and 10 years	19,748
Total expected payments	26,552

The Group expects to pay € 2.8 million in employer contributions in 2023 related to defined benefit pension plans (€ 2.8 million in 2022); employee contributions are expected to amount to € 0.4 million (idem 2022).

The average term of the pension obligations at the end of the reporting period is 12.8 years.

Information related to share options is disclosed in Note 23 – Share-based payments.

NOTE 26 - FINANCIAL DEBTS

The balance sheet contains short-term financial debts worth € 2.6 million and long-term debts of € 8.8 million. The following table summarises the remaining contractual maturity of these financial liabilities (undiscounted cash flows).

in thousands of euros	Current	Non-current			
2022					
Financial debts	**Up to 1 year**	**2 years**	**3 to 5 years**	**>5 years**	**Total**
Debt affiliated companies	-	3,000	-	-	3,000
Debt related to put option on investment accounted for using the equity method	389	-	-	-	389
Lease liabilities	2,231	1,946	3,044	1,724	8,945
Total financial debts according to their maturity (undiscounted)	**2,620**	**4,946**	**3,044**	**1,724**	**12,334**

in thousands of euros	Current	Non-current			
2021					
Financial debts	**Up to 1 year**	**2 years**	**3 to 5 years**	**>5 years**	**Total**
Debt puttable minorities	-	-	257	297	554
Lease liabilities	1,416	1,115	1,367	1,386	5,284
Total financial debts according to their maturity (undiscounted)	**1,416**	**1,115**	**1,624**	**1,683**	**5,838**

Debt with associated companies concerns a debt against Mediafin NV, a 50% subsidiary of Roularta Media Group. As a result of the application of IFRS 16 Leases, financial leasing debts have been recognised as of 1 January 2019. During 2022, new lease liabilities amounting to € 2.8 million were recognised, in addition to the € 2.1 million lease debts resulting from the acquisition of New Skool Media.

As of 31 December 2022, there are no guaranteed debts outstanding with lenders.

In addition, the financial debt related to puttable minority interests (Immovlan BV) of 31 December 2021 was further recognised for an amount of € 0.4 million, but from the deconsolidation of Immovlan BV (see Note 2) as debt related to puttable participating interests accounted for under the equity accounting method. This concerns the put option that RMG and Rossel granted to minority shareholder Belfius under strict conditions whereby Belfius has the right to sell its shares at a future date to the two other shareholders at a price that will be determined at the time of exercise on the basis of an agreed formula, which contains a fixed amount for the first two years (from 6 January 2021) and a discount on the market value to be determined in subsequent years. The put option is unlimited in time. This option was not exercised in the first 2 years. Management still estimates the probability of Belfius exercising the option in the coming years to be low.

The liability will be further adjusted in the profit and loss account for value adjustments, including the effect of the unwinding of the discount and other changes in the estimated amount to be repaid due to changes in management's assumptions. The liabilities related to this put option fall under IFRS fair value hierarchy level 3, i.e. one or more significant inputs are not based on observable market figures.

The terms and conditions do not grant the Group any current ownership interest in the shares to which the put option relates. The fair value of the put option is the present value of the estimated amount to be repaid. The expected amount to be repaid was estimated by management based on a number of assumptions, including the expected market value, the estimated probability of exercising the put option in the various years, and the expected WACC.

For further information regarding the Group's exposure to interest and exchange rate risks, see Note 29 Financial instruments - risks and fair value.

The table below shows the financial debts as they are included in the balance sheet (i.e. discounted), including the movements during the financial year.

in thousands of euros	Balance	Cash flows	Non cash flows				Balance
	1 January 2022	Repayment	IFRS16 movements	Acquired through business combination	Put option	Loan associated company	31 December 2022
Financial debts - short term	1.416	-	328	487	389	-	2.620
Financial debts - long term	4.249	-2.267	2.625	1.637	-398	3.000	8.846
Total financial debts	**5.665**	**-2.267**	**2.953**	**2.124**	**-9**	**3.000**	**11.466**

in thousands of euros	Balance	Cash flows	Non cash flows			Balance
	1 January 2022	Repayment	IFRS16 movements	Acquired through business combination	Put option	31 December 2022
Financial debts - short term	1.315	-	-234	335	-	1.416
Financial debts - long term	3.324	-1.784	1.195	1.116	398	4.249
Total financial debts	**4.639**	**-1.784**	**961**	**1.451**	**398**	**5.665**

NOTE 27 - OTHER NOTES ON LIABILITIES

in thousands of euros	Current	Non-current			
2022					
Trade and other payables	**Up to 1 year**	**2 years**	**3 to 5 years**	**>5 years**	**Total**
Trade payables	49,182	-	-	-	49,182
Trade payables	*23,790*	-	-	-	*23,790*
Invoices to be received / credit notes to issue (*)	*24,713*	-	-	-	*24,713*
Credit balances trade receivables	*679*	-	-	-	*679*
Advances received	40,880	-	-	-	40,880
Current employee benefits	18,963	-	-	-	18,963
Payables to employees	*15,799*	-	-	-	*15,799*
Payables to public administrations	*3,164*	-	-	-	*3,164*
Taxes	903	-	-	-	903
Other payables	5,336	-	-	262	5,598
Indirect tax payable (*)	*5,049*	-	-	-	*5,049*
Other payables	*287*	-	-	*262*	*549*
Accrued charges and deferred income	7,141	-	-	-	7,141
Total amount of payables according to their maturity	**122,405**	**-**	**-**	**262**	**122,667**

(*) No financial liability as defined in IFRS 9

in thousands of euros	Current	Non-current			
2021					
Trade and other payables	**Up to 1 year**	**2 years**	**3 to 5 years**	**>5 years**	**Total**
Trade payables	44,750	-	-	-	44,750
Trade payables	*23,011*	-	-	-	*23,011*
Invoices to be received / credit notes to issue (*)	*20,774*	-	-	-	*20,774*
Credit balances trade receivables	*965*	-	-	-	*965*
Advances received	33,463	-	-	-	33,463
Current employee benefits	17,792	-	-	-	17,792
- of which payables to employees	*13,635*	-	-	-	*13,635*
- of which payables to public administrations	*4,157*	-	-	-	*4,157*
Taxes	295	-	-	-	295
Other payables	10,794	-	-	292	11,086
Indirect tax payable (*)	*5,453*	-	-	-	*5,453*
Other payables	*5,341*	-	-	*292*	*5,633*
Accrued charges and deferred income	7,915	-	-	-	7,915
Total amount of payables according to their maturity	**115,009**	**-**	**-**	**292**	**115,301**

(*) No financial liability as defined in IFRS 9

The other liabilities total is higher mainly due to the acquisitions that the Group completed during the year (see Note 2).
Indirect taxes mainly concern payroll tax, VAT payable, and provincial and municipal taxes.

The contract balances arising from contracts with customers included in these balances concern:

in thousands of euros	2022	2021
Contract liabilities		
Advances received	40,809	33,426
Credit notes to issue	1,995	2,354
Credit balances trade receivables	679	965
Deferred income	6,828	7,589
Obligations related to returns, refunds and other similar obligations		
Credit notes to issue: provision for unsold issues	5,681	4,587

In general, the prepayments received have a maximum term of one year.

NOTE 28 - CONTINGENT LIABILITIES AND CONTRACTUAL COMMITMENTS FOR THE ACQUISITION OF PROPERTY, PLANT AND EQUIPMENT

The Group does not guarantee payment obligations, nor does it have any pledges against business assets (same in 2021).

The contractual commitments for the Group's purchase of paper from third parties amount to € 8,239 K (2021: € 2,898 K). There are no bank guarantees.

NOTE 29 - FINANCIAL INSTRUMENTS – RISKS AND FAIR VALUE

In the course of its business activities, the Group is exposed to currency, interest, credit and market risks. Derivatives are used as appropriate to mitigate the risk associated with fluctuations in exchange rates and interest.

A. Foreign exchange risk

Operational Activities
The Group is minimally subject to a foreign exchange risk since both purchases and sales are mainly in euros.

Financing activities
On 31 December 2022 there were, just as on 31 December 2021, no financing activities with a potential foreign exchange risk.

Estimated sensitivity to foreign exchange risk
Management is of the opinion that, given the aforementioned limited foreign exchange risks, the risks of fluctuations in the fair value or in the future cash flows of financial instruments with an impact on the result or equity as a result of exchange rate changes, are not material.

B. Interest risk

The due dates of the financial debts and liabilities can be found in Note 26 – Financial debts.

As of 31 December 2022, the Group has no current account balance with credit institutions (2021: € 0 K).
Current account balances are subject to a variable market interest rate. Loans to associates and joint ventures, which are booked under the category other or financial loans, have a fixed interest rate that is revisable after three or five years. To hedge risks related to adverse interest rate fluctuations, the Group historically has used financial instruments, namely IRS contracts. The Group has no longer has such financial instruments since the end of 2018.

Estimated sensitivity to interest rate fluctuations
Since in 2022 there were no outstanding loans with a variable interest rate, the Group is not subject to sensitivity to interest rate fluctuations as of 31 December 2022. In view of the Group's large cash surpluses, interest must be paid due to the negative interest rate of banks with the European Central Bank.

C. Credit risk

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

In order to manage credit risk, creditworthiness surveys are conducted on customers seeking significant credit facilities and, if these surveys are negative, credit is denied or limited. In addition, the Group uses credit instruments, such as bills of exchange, to cover part of the credit risk and takes out credit insurance for a limited percentage of the print shop's foreign customers.

There was no significant concentration of credit risks with a single counterparty on 31 December 2022.

Despite RMG's intention to limit its credit risk, it may experience a deterioration in the creditworthiness of its customers. Any inability to take out a credit insurance policy with respect to certain customers could materially adversely affect RMG's business, financial position and/or results of operations.

The carrying amount of the financial assets represents the Group's maximum exposure to credit risk. The carrying amount is reported including downward value adjustments. An overview of this carrying amount can be found in Point F below. The downward value adjustments are detailed in Note 18 – Trade and other receivables.

D. Liquidity risk

The analysis of maturity of the financial debts can be found in Note 26 - Financial debts.

The Group expects to be able to meet its obligations using the expected operating cash flows and its current liquid assets. Roularta in fact is debt-free, and at end of 2022 has a net cash position of € 73.0 million. In addition, the Group no longer has various short-term credit lines. Liquidity risk is therefore minimal.

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

E. Capital structure

On 31 December 2022, the gearing ratio (i.e. net financial cash position/total equity) was -32.6% compared to -41.6%

the year before. Given the net cash position of the group, the ratio is negative. Roularta Media Group continuously strives to optimise its capital structure (combination of debt and equity). The main objective of the capital structure is to maximise shareholder value while maintaining the desired financial flexibility to implement strategic projects. The Group has free access to the above-mentioned net cash position and therefore is always able to respond to market opportunities. Given the strongly changing media sector in which the Group operates, debt is handled with great care.

In 2019, the board of directors of Roularta Media Group gave its approval to invest any cash reserves of the Group through the intervention of financial institutions in order to achieve some return on this cash. The investment strategy drawn up by the board of directors is based on the following principles: (i) safeguarding a healthy balance between liquid assets and investment amounts; (ii) exercising due caution when subscribing to an investment; (3) preferably investing in sustainable companies. During the past two financial years, the Group has mainly used its cash reserves to finance acquisitions.

The capital structure of the Group consisted mainly of capital (see details in Note 22 – Equity) at the end of 2022. Note 26 shows the details of the limited financial debts. Note 21 shows the cash investments, liquid assets and cash equivalents.

The Group is not subject to any externally imposed capital requirements. The audit committee reviews the capital structure of the Group every six months. As part of this review, the cost of capital and the risk of each type of capital (foreign or own) are considered.

F. Fair value

An overview is given below of the carrying amounts of the financial instruments used by the Group in the consolidated financial statements. The carrying amounts are a good estimate of the fair value. Increases in carrying amounts are mostly due to the 2022 acquisitions (see Note 2 for more information).

			2022	2021
in thousands of euros	Note	Classification under IFRS 9	Carrying amount	Carrying amount
Non-current assets				
Investments in financial assets	16	FV-P&L	169	510
Loans and guarantees	16	AC	996	1,961
Trade and other receivables	17	AC	121	-
Current assets				
Trade and other receivables	17	AC	54,819	52,640
Cash and cash equivalents	20	AC	84,480	106,660
Non-current liabilities				
Financial debts	26	AC	-8,846	-3,851
Puttable minority interest	26	FV-P&L	-	-398
Other payables	27	AC	-262	-292
Current liabilities				
Financial debts	26	AC	-2,231	-1,416
Puttable investment accounted for using the equity method	26	FV-P&L	-389	-
Trade payables	27	AC	-49,182	-44,750
Advances received	27	AC	-40,880	-33,463
Other payables	27	AC	-5,336	-10,794

Category according to IFRS 9	AC	Financial assets and financial liabilities at amortised cost
	FV-P&L	Financial assets measured at fair value through profit or loss
	FV-OCI/EI	Equity instruments designated as fair value via OCI

The main methods and assumptions used in estimating the fair values of financial instruments included in the statement are presented below.

Investments in financial assets
As mentioned in Note 17, management has determined that the cost price is a correct estimate of the fair value for the unlisted equity investments of the fully consolidated companies because there is insufficient more-recent information available to measure the fair value.

Loans, guarantees, trade and other receivables, trade and other debts
For receivables and payables with an original term of less than one year, the nominal value is considered to reflect the fair value in view of the short maturity period. For receivables of more than one year, it was determined that the carrying amount reflects the fair value.

Financial debts
The fair value of the loans and leasing debts is calculated on the basis of the present value of the expected future cash flows from repayments and interest payments.

Other liabilities
For short-term liabilities, the nominal value is considered to reflect the fair value in view of the short term to maturity. The fair value of the financial derivatives is determined on the basis of market valuation on the balance sheet date.

Fair value hierarchy

Investments in financial assets (€ 169 K as of 31 December 2022, and € 510 K on 31 December 2021) are valued at fair value and concern level 3 investments.
The written put option on minority interests is measured at fair value and also falls under fair value hierarchy level 3. For more information, we refer to Note 26 – Financial debts.

in thousands of euros	31/12/2022	Level 1	Level 2	Level 3
Assets measured at fair value				
Short-term investments	169	-	-	169
Liabilities measured at fair value				
Written put option on investment accounted for using the equity method	-389	0	0	-389

in thousands of euros	31/12/2021	Level 1	Level 2	Level 3
Assets measured at fair value				
Short-term investments	510	-	-	510
Liabilities measured at fair value				
Written put option on minority interests	-398	0	0	-398

The following hierarchy is used to determine and disclose the fair value of a financial instrument:
- Level 1: market prices in active markets for identical assets or liabilities
- Level 2: information other than level-1 information, which is observable for the asset or liability, either directly (through prices) or indirectly (derived from prices)
- Level 3: information not based on observable market figures

During the financial year, there were no transfers between the different levels.

NOTE 30 - CASH FLOWS RELATED TO ACQUISITIONS AND DIVESTMENTS

The table below summarises the net cash flows related to acquisitions/purchase of branches, and divestments/sales of branches.

in thousands of euros	2022	2021	2022	2021
	Acquisitions	Acquisitions	Divestments	Divestments
ASSETS				
Non-current assets	**38,523**	**27,699**	**8,373**	**-**
Goodwill	9,852	-	-	-
Intangible assets	25,771	22,622	8,163	-
Property, plant & equipment	2,851	1,704	6	-
Investments accounted for using the equity method	52	-	-	-
Investments in financial assets, loans and guarantees	-5	274	-	-
Other non-current assets	2	3,099	-	-
Deferred tax assets	-	-	204	-
Current assets	**9,783**	**16,202**	**1,895**	**-**
Trade and other receivables	4,614	7,567	1,079	-
Deferred charges and accrued income	711	-	391	-
Cash and cash equivalents	4,169	8,635	425	-
Inventories	204	-	-	-
Short-term investments	85	-	-	-
Total assets	**48,306**	**43,901**	**10,268**	**-**

LIABILITIES	Acquisitions	Acquisitions	Divestments	Divestments
Non-current liabilities	**5,562**	**12,013**	**-**	**-**
Provisions	140	-	-	-
Employee benefits	1	-	-	-
Deferred tax liabilities	3,784	10,303	-	-
Financial debts	1,637	-	-	-
Other payables	-	1,710	-	-
Current liabilities	**19,097**	**12,564**	**1,835**	**-**
Financial debts	487	-	398	-
Trade payables	4,367	4,412	1,079	-
Advances received	10,610	6,849	-	-
Employee benefits	2,389	-	167	-
Taxes	289	-	-	-
Other payables	795	1,303	204	-
Accrued charges and deferred income	160	-	-13	-
Total liabilities	**24,660**	**24,577**	**1,835**	**-**
Total net assets acquired/sold	**23,646**	**19,324**	**8,433**	**-**
Net assets acquired/sold	23,646	19,324	8,433	-
Revaluation and derecognition historical investment/Addition investment using the equity method at deconsolidation	-1,490	-7,499	-2,225	-
Derecognition minority interest	-	-	-6,208	-
Purchase with own shares	-	-1,225	-	-
Consideration paid / to pay in cash and cash equivalents	**22,157**	**10,600**	**-**	**-**
Deposits and cash and cash equivalents acquired	-4,169	-8,635	-	-
Cash distributed	-	-	425	706
Net cashflow (- outflow, + inflow)	**-17,988**	**-1,965**	**-425**	**-706**

The term 'Sales' in the table can mean a sale, a deconsolidation without sale of an interest or the dissolution of a company.

The net cash outflow from acquisitions in 2022 (€ -18.0 million) is related to the acquisitions of New Skool Media BV (and its subsidiaries), Gezondheid NV and the remaining shares of 50+ Beurs & Festival BV.

The transactions related to sales concern the loss of control of the Immovlan BV entity at the end of September 2022, whereby no cash was received for the loss of control, but the cash in the Immovlan BV entity is no longer consolidated.

We also refer to Notes 2 and 16 for both flows.

The net cash outflow in 2021 (€ -2.0 million) includes the acquisition of Belgomedia SA and Senior Publications Nederland BV (and their subsidiaries) by RMG. As a result of this transaction, RMG also acquired 100% of the shares of Press Partners BV (see Note 2 – Group Structure).
No subsidiaries or business sectors were sold in 2021. Storesquare NV, however, was dissolved and liquidated. Of the remaining cash in the company (€ 2.0 million), 35% (i.e. € 706 K) was distributed to the minority shareholders.

NOTE 31 - FEES OF THE STATUTORY AUDITOR AND RELATED PERSONS

Fees paid to the statutory auditor amounted to € 200 K (in 2021: 160K€). The auditor's fee for additional audit engagements was € 53 K (in 2021: € 30 K).

NOTE 32 - RELATED PARTY TRANSACTIONS

in thousands of euros			
2022	Associated companies and joint ventures	Other related parties	Total
I. Assets with related parties	**160**	**-10**	**150**
Investments in financial assets, loans and guarantees	**-**	**-**	**-**
Loans	-	-	-
Current receivables	**160**	**-10**	**150**
Trade receivables	160	-10	150
II. Liabilities with related parties	**3,560**	**110**	**3,670**
Financial liabilities	**3,000**	**-**	**3,000**
Financial debts	3,000	-	3,000
Payables	**560**	**110**	**670**
Financial debts	-	-	-
Trade payables	560	110	670
III. Transactions with related parties	**2,570**	**-515**	**2,055**
Rendering of services	3,960	300	4,260
Receiving of services (-)	-1,374	-815	-2,189
Transfers under finance arrangements	-16	-	-16
IV. Remunerations towards key management (Executive Management Committee)			**1,547**
- of which short-term employee benefits			1,547
V. Remuneration board members for the execution of their mandate			**375**

in thousands of euros			
2021	Associated companies and joint ventures	Other related parties	Total
I. Assets with related parties	631	-6	625
Available-for-sale investments, loans and guarantees	-	-	-
Loans	-	-	-
Current receivables	631	-6	625
Trade receivables	598	-6	592
Other receivables	33	-	33
II. Liabilities with related parties	5,325	220	5,545
Financial liabilities	-	-	-
Other payables	-	-	-
Payables	5,325	220	5,545
Financial debts	-	-	-
Trade payables	325	220	545
Other payables	5,000	-	5,000
III. Transactions with related parties	1,199	-523	676
Rendering of services	3,071	280	3,351
Receiving of services (-)	-1,873	-803	-2,676
Transfers under finance arrangements	1	-	1
IV. Remunerations towards key management (Executive Management Committee)			1,462
- of which short-term employee benefits			1,462
V. Remuneration board members for the execution of their mandate			365

The decrease in assets and liabilities with respect to associated companies and joint ventures occurred mainly due to the decrease in the loan between associates Roularta Media Group NV and Mediafin NV.

The Group has no assets, liabilities or transactions with its main shareholders NV Koinon (with the exception of the execution of the management agreement with NV Koinon and the payment of the fixed director's remuneration to NV Koinon), SA West Investment Holding and Capfi Delen Asset Management NV.

Assets, liabilities and transactions with subsidiaries are fully eliminated in the consolidation. Assets, liabilities and transactions with associates and joint ventures are not eliminated from the consolidation and therefore are fully recognised under this category.

The list of subsidiaries, joint ventures and associates can be found in Note 2.

The other affiliated parties are companies operated by the Group's Executive Management Committee and their close relatives, or over which these persons have control or significant influence. There are no guarantees linked to the assets and liabilities vis-à-vis the affiliated parties. There were no impairments booked in 2022 or in 2021.

We also refer to the corporate governance statement above in this annual report.

All claims and liabilities relate to short-term claims and liabilities that are fulfilled on the maturity date. All transactions are ordinary commercial transactions. For sales by the Group to these affiliated parties, the usual pricing applies (the same that applies to third parties). For purchases, the usual procedure is applied with regard to the selection of the supplier and the prices applied.

NOTE 33 - IMPORTANT EVENTS SUBSEQUENT TO THE BALANCE SHEET DATE

In the context of a simplification of the Dutch group structure, all 100% Dutch subsidiaries, more specifically New Skool Exploitatie BV, One Business BV, New Skool Media BV and 50+ Beurs & Festival BV were merged with Roularta Media Nederland BV, with legal effect on 20 January 2023. The mergers have a retroactive accounting effect on 1 January 2023.

No other significant events occurred that have a major influence on the results and financial position of the company.

Statutory annual accounts

CONDENSED STATUTORY FINANCIAL STATEMENTS

The following pages are extracts from the statutory financial statements of NV Roularta Media Group, prepared in accordance with Belgian accounting rules.

The valuation rules used for the statutory financial statements differ significantly from the valuation rules used for the consolidated financial statements: the statutory financial statements are drawn up in accordance with Belgian legal provisions, while the consolidated financial statements are drawn up in accordance with the International Financial Reporting Standards.

Only the consolidated financial statements contained in the preceding pages give a true and fair view of the financial situation and the performance of the group as a whole.

The report of the board of directors on the statutory financial statements to the general meeting of shareholders, together with the financial statements of NV Roularta Media Group and the report of the statutory auditor, will be filed with the National Bank of Belgium within the legally prescribed period.

These documents are available upon request from the company's Investor Relations Department and can be viewed at www.roularta.be.

The statutory auditor has issued an unqualified opinion with regard to the statutory financial statements of NV Roularta Media Group.

EXTRACT FROM THE ANNUAL REPORT OF THE BOARD OF DIRECTORS

The financial statements as they will be presented to the general meeting of shareholders on 16 May 2023 were approved by the board of directors on 31 March 2023.

Profit appropriation

The profit to be appropriated for financial year 2022 amounts to 3,148,554 € compared to a profit to be appropriated of 10,784,546 € for financial year 2021.

Taking into account the profit carried forward from the previous financial year of 57,506 €, the profit balance to be appropriated for financial year 2022 amounts to 3,206,060 €.

The board of directors proposes to the general meeting to distribute a gross dividend of 1 euro per share for the year 2022. In accordance with Article 7:217 §3 of the Belgian Companies and Associations Code, the dividend rights attached to the treasury shares held by the company in its portfolio will lapse.

On 31 January 2023, the company had p.m. 1,369,214 treasury shares in its portfolio. In the context of the appropriation of results shown below, it was assumed that 11,771,909 shares are entitled to a dividend (i.e. 13,141,123 – 1,369,214).

If between the date this annual report was prepared and the general meeting to be held on 16 May 2023 there are additional personnel who exercise their Roularta share options, this will have an impact on the number of shares entitled to a dividend and the amount of the compensation to capital can still change.

Appropriation of results
We propose to appropriate the profits as follows:

A. Net profit to be appropriated	3,206,060
Consisting of:	
• profit of the financial year to be appropriated	3,148,554
• profit carried forward from previous financial year	57,506
B. Withdrawal from equity	
• from other reserves	8,600,000
C. Result to be carried forward	34,151
D. Profit to be distributed	
• Reimbursement of capital	11,771,909

If the general meeting approves the above-mentioned proposal for profit appropriation, the final dividend will be made payable from 1 June 2023 (= pay date). ING is appointed as paying agent.

CONDENSED STATUTORY INCOME STATEMENT

in thousands of euros	2022	2021
Condensed statutory income statement		
Operating income	298,191	296,490
Operating charges	-297,700	-291,868
Operating profit / loss	491	4,621
Financial income	8,612	17,035
Financial charges	-5,707	-10,400
Profit (loss) for the period before taxes	3,397	11,256
Income taxes	-248	-471
Profit (loss) for the period	3,149	10,785
Profit (loss) for the period available for appropriation	3,149	10,785

in thousands of euros	2022	2021
Appropriation account		
Profit (loss) to be appropriated	3,206	10,823
Profit (loss) for the period available for appropriation	3,149	10,785
Profit (loss) brought forward	58	39
Transfers from capital and reserves	8,600	1,000
From reserves	8,600	1,000
Result to be carried forward	-34	-58
Profit (loss) to be carried forward	34	58
Distribution of profit	-11,772	-11,766
Dividends	11,772	11,766

CONDENSED STATUTORY BALANCE SHEET AFTER APPROPRIATION

in thousands of euros	2022	2021
ASSETS		
Fixed assets	167,616	159,412
Intangible assets	37,092	43,472
Tangible assets	37,983	39,094
Financial assets	92,542	76,846
Current assets	163,754	189,983
Amounts receivable after more than one year	121	-
Stocks and contracts in progress	12,419	9,220
Amounts receivable within one year	50,362	56,882
Investments	48,931	76,139
Cash at bank and in hand	47,323	43,942
Deferred charges and accrued income	4,599	3,799
Total assets	331,370	349,395

in thousands of euros	2022	2021
LIABILITIES		
Capital and reserves	208,672	217,296
Capital	80,000	80,000
Share premium account	304	304
Legal reserve	8,000	8,000
Reserves not available for distribution	18,914	19,430
Untaxed reserves	1,207	1,207
Reserves available for distribution	100,214	108,298
Profit (loss) carried forward	34	58
Provisions and deferred taxation	11,970	14,036
Creditors	110,728	118,064
Amounts payable after more than one year	3,000	-
Amounts payable within one year	101,476	111,094
Accrued charges and deferred income	6,252	6,969
Total liabilities	331,370	349,395

Statutory auditor’s report

STATUTORY AUDITOR’S REPORT TO THE GENERAL MEETING OF ROULARTA MEDIA GROUP NV FOR THE YEAR ENDED 31 DECEMBER 2022 (CONSOLIDATED FINANCIAL STATEMENTS)

In the context of the statutory audit of the consolidated financial statements of Roularta Media Group NV ('the Company') and its subsidiaries (together referred to as 'the Group'), we hereby present our statutory auditor's report. It includes our report of the consolidated financial statements and the other legal and regulatory requirements. This report is an integrated whole and is indivisible.

We have been appointed as statutory auditor by the general meeting of 18 May 2021, following the proposal formulated by the administrative body and issued upon recommendation of the Audit Committee and upon presentation by the works' council. Our statutory auditor's mandate expires on the date of the General Meeting deliberating on the financial statements closed on 31 December 2023. We have performed the statutory audit of the consolidated financial statements of the Group for 2 consecutive years.

REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

Unqualified opinion

We have performed the statutory audit of the Group's consolidated financial statements, which comprise the consolidated statement of financial position as at 31 December 2022, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information, and which is characterised by a consolidated statement of financial position total of 381.054 kEUR and for which the consolidated statement of profit or loss shows a profit for the year of 555 kEUR.

In our opinion, the consolidated financial statements give a true and fair view of the Group's net equity and financial position as at 31 December 2022, as well as of its consolidated financial performance and its consolidated cash flows for the year then ended, in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union and with the legal and regulatory requirements applicable in Belgium.

Basis for unqualified opinion

We conducted our audit in accordance with International Standards on Auditing (ISA) as applicable in Belgium.

Our responsibilities under those standards are further described in the 'Statutory auditor's responsibilities for the audit of the consolidated financial statements' section in this report.

We have complied with all the ethical requirements that are relevant to the audit of consolidated financial statements in Belgium, including those concerning independence.

We have obtained from the administrative body and company officials 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.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Intangible assets and goodwill – valuation and useful life

Description of the Matter

Per 31 December 2022 the intangible assets related to brands and customer portfolio represent a total of 115 mEUR (76 mEUR recorded as intangible assets and 39 mEUR (net of deferred tax liabilities) included in the joint ventures). Goodwill amounts to 24 mEUR per 31 December 2022 (10 mEUR recorded as goodwill and 14 mEUR included in the joint ventures).

We refer to this matter in our audit report because of:

- The fact that an impairment of 5 mEUR was recorded on the intangible assets related to the client portfolio of Immovlan.
- The fact that the determination of the useful life is an accounting estimate which includes a degree of judgement and is based on assumptions that are affected by expected future market conditions.

  In case of deterioration of these market conditions the remaining useful life would need to be revisited and/or the intangible assets would need to be impaired.
- The fact that the Group uses the expected discounted cash flow model to estimate the recoverable amount of each of the CGU identified, which requires management to make significant estimates and assumptions related to forecasts of future revenue, operating margins, discount and perpetual growth rates. Changes in these assumptions could have a significant impact on the recoverable amount and potentially the amount of any impairment.

The valuation rules in relation to the useful life of the intangible assets are disclosed in Note 1 of the Consolidated Financial Statements. The disclosures related to the goodwill and the intangible assets, including the information related to the impairment, are included in Notes 13 and 14 of the consolidated financial statements.

Procedures performed

Our audit procedures related to the valuation of goodwill and intangible assets and the useful life of intangible assets included, amongst others, the following:

- We obtained insight in the valuation rules, the internal controls and the procedures used by the Group for the identification of impairment losses and the accounting estimates with regard to the useful life of the intangible assets.
- We evaluated the reasonableness of the valuation methodology and tested the mathematical accuracy of the exercise, with the help of our valuation specialists.
- We evaluated management's ability to accurately forecast future revenue and operating margin by comparing actual results to management's historical forecasts.
- We also evaluated the management's estimate of the remaining useful life as at 31 December 2022.
- We reviewed the sensitivity analysis prepared by management to understand the effect of a change in assumptions.
- Finally, we verified the appropriateness and completeness of the disclosures in the Group's consolidated financial statements.

Revenue recognition

Description of the Matter

The Group earns revenue from different revenue streams, including subscriptions, publicity and printing services.

We refer to this matter in our audit report because of the fact that:

- Revenue is the major driver for profit generation as the Group has a cost structure in which fixed costs are significant compared to the variable costs. Consequently a change in subscription revenue and publicity revenue has a direct impact on the net profit.
- The recognition of revenue in the correct period and the manual journal entries related to revenue are considered requiring specific audit attention.

The accounting policies related to revenue recognition are disclosed in Note 1. The disclosures related to the revenue streams are included in Note 4 of the consolidated financial statements.

Procedures performed

We have performed, amongst others, the following audit procedures:

- We obtained insight in the valuation rules and reviewed the design and implementation of the internal controls and the procedures used by the Group related to revenue recognition.
- We reviewed the cutoff procedures related to revenue recognition.
- We reviewed the completeness of the sales rebates accruals recorded at year-end.
- We obtained system reports that are used as the basis for the revenue recognition for subscription revenue and tested them for reliability and accuracy.
- We analyzed the material barter agreements and verified whether they were recorded in accordance with IFRS 15.
- We performed manual journal entry testing in order to identify unusual entries that could indicate misstatements of revenue and paid special attention to the manual adjustments made to revenue at year-end.
- We compared sales evolutions per revenue stream and per CGU to last year in order to identify possible anomalies.

Accounting for business combinations

Description of the Matter

In February 2022 the Group acquired all the shares of the New Skool Media Group for a total consideration of 19,3 mEUR and hence a purchase price allocation ('PPA') needed to be performed in accordance with IFRS 3.

We refer to this matter in our audit report because of the fact that:

- The PPA is based upon a complex valuation and accounting exercise to identify the fair value of assets and liabilities as part of the business purchased in accordance with IFRS 3 business combinations and IFRS 13 for fair value determination.
- The business combination also requires certain disclosures that include management's estimates and conclusions regarding the transaction.

The disclosures related to the business combination are included in Note 2 of the consolidated financial statements.

Procedures performed

Our audit procedures included, amongst others, the following:

- We obtained the detailed PPA exercise, which was prepared by the Group assisted by an external management expert, and we performed audit procedures that included assessing methodologies in accordance with IFRS 3 and testing the significant assumptions made and accuracy of underlying information used.
- We performed accuracy checks on the calculations.
- We involved our valuation specialists to assist in evaluating the Group's methodology used to determine the actual fair value of the intangible assets identified as part of the PPA.
- We verified the adequacy and completeness of the disclosures as included in the consolidated financial statements.

Responsibilities of the administrative body for the drafting of the consolidated financial statements

The administrative body is responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with the International Financial Reporting Standards (IFRS) as adopted by the European Union and with the legal and regulatory provisions applicable in Belgium, and for such internal control as the administrative body determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatements, whether due to fraud or error.

In preparing the consolidated financial statements, the administrative body is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the administrative body either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Statutory auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a statutory auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but it is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

When executing our audit, we respect the legal, regulatory and normative framework applicable for the audit of the consolidated financial statements in Belgium. However, a statutory audit does not guarantee the future viability of the Group, neither the efficiency and effectiveness of the management of the Group by the administrative body. Our responsibilities regarding the continuity assumption applied by the administrative body are described below.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

- Obtain an understanding of internal control relevant to the audit 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;

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the administrative body;
- Conclude on the appropriateness of the administrative body's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our statutory auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our statutory auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern;

- Evaluate the overall presentation, structure and content of the consolidated financial statements and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation;

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the management, the supervision and the performance of the Group audit. We assume full responsibility for the auditor's opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control identified during the audit.

We also provide the Audit Committee with a statement that we respected the relevant ethical requirements relating to independence, and we communicate with them about all relationships and other issues which may influence our independence, and, if applicable, about the related measures to guarantee our independence.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current year, and are therefore the key audit matters. We describe these matters in our statutory auditor's report, unless law or regulation precludes public disclosure about the matter.

OTHER LEGAL AND REGULATORY REQUIREMENTS

Responsibilities of the administrative body

The administrative body is responsible for the preparation and the contents of the director's report on the consolidated financial statements, the statement of non-financial information included in the director's report on the consolidated financial statements and for the other information included in the annual report on the consolidated financial statements.

Responsibilities of the statutory auditor

In the context of our mission and in accordance with the Belgian standard (version revised 2020) which is complementary to the International Standards on Auditing (ISA) as applicable in Belgium, it is our responsibility to verify, in all material aspects, the director's report on the consolidated financial statements, the statement of non-financial information included in the director's report on the consolidated financial statements and the other information included in the annual report on the consolidated financial statements, as well as to report on these elements.

Aspects relating to the director's report on the consolidated financial statements and to the other information included in the annual report on the consolidated financial statements

In our opinion, after having performed specific procedures in relation to the director's report, this director's report is consistent with the consolidated financial statements for the same financial year, and it is prepared in accordance with article 3:32 of the Code of companies and associations.

In the context of our audit of the consolidated financial statements, we are also responsible for considering, in particular based on the knowledge we have obtained during the audit, whether the director's report on the consolidated financial statements and the other information included in the annual report on the consolidated financial statements, namely:

- Group share
- Key figures
- Annual report of the board of directors
- Corporate governance declaration
- Consolidated financial statements

contain a material misstatement, i.e.

information which is inadequately disclosed or otherwise misleading. Based on the procedures we have performed, there are no material misstatements we have to report to you.

The non-financial information, as required by article 3:32, §2 of the Code of companies and associations, has been included in the director's report on the consolidated financial statements, which is part of section 'Sustainable and responsible enterprise' of the annual report. In preparing this non-financial information, the Group has based itself on the GRI-standards. In accordance with article 3:80, §1, first paragraph, 5° of the Code of companies and associations, we do not express an opinion on the question whether this non-financial information has been prepared in accordance with these GRI-standards.

Statement concerning independence

- Our audit firm and our network did not provide services which are incompatible with the statutory audit of the consolidated financial statements and our audit firm remained independent of the Group during the terms of our mandate.
- The fees related to additional services which are compatible with the statutory audit as referred to in article 3:65 of the Code of companies and associations were duly itemised and valued in the notes to the consolidated financial statements.

European Single Electronic Format (ESEF)

In accordance with the draft standard of the Institute of Réviseurs d'Entreprises dated November 25, 2021 concerning the standard on auditing the conformity of financial statements with the European Single Electronic Format (hereinafter "ESEF"), we also audited the conformity of the ESEF format with the regulatory technical standards established by Commission Delegated Regulation (EU) 2019/815 of 17 December 2018 (hereinafter: "Delegated Regulation").

The administrative body is responsible for preparing, in accordance with ESEF requirements, the consolidated financial statements in the form of an electronic file in ESEF format (hereinafter "digital consolidated financial statements") included in the annual report on the consolidated financial statements.

It is our responsibility to obtain sufficient and appropriate supporting information to conclude that the format and mark-up language of the digital consolidated financial statements comply in all material aspects with the ESEF requirements under the Delegated Regulation.

Based on our work, we believe that the format and the mark-up of information in the official Dutch version of the digital consolidated financial statements included in the annual report on the consolidated financial statements of Roularta Media Group NV as at 31 December 2022 comply in all material aspects with the ESEF requirements under the Delegated Regulation.

Other statements

- This report is in compliance with the contents of our additional report to the Audit Committee as referred to in article 11 of regulation (EU) No 537/2014.

Roeselare, 13 April 2023

BDO Réviseurs d'Entreprises SRL
Statutory auditor
Represented by Veerle Catry*
Auditor
*Acting for a company