



ROULARTA MEDIA GROUP

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ANNUAL REPORT 2002

The annual report is available in English, Dutch and French. In the event of differences the Dutch text of the annual report is legally binding. The version on the internet (www.roularta.be) is provided for the purpose of information only.

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[CONSOLIDATED KEY FIGURES]

INCOME STATEMENT	in thousands of euros	1999	2000	2001	2002	Change in %
Operating income		377,325	451,390	455,479	440,450	- 3.3%
Turnover (net)		363,936	435,749	438,585	423,918	- 3.3%
Operating profit		28,261	30,266	16,521	27,491	+ 66.4%
Net financial profit/loss		-3,847	-6,752	-9,572	-8,222	
Current profit		24,414	23,514	6,949	19,269	+ 177.3%
Net extraordinary profit/loss		-1,033	674	-3,121	-4,565	
Profit for the year before taxes		23,381	24,188	3,828	14,704	+ 284.1%
Taxes and deferred taxes		-11,302	-13,518	-9,617	-11,623	
Profit for the year after taxes		12,079	10,670	-5,789	3,081	+ 153.2%
Share in the profit of the companies accounted for by the equity method		-168	-330	-1,156	-87	+ 92.5%
Consolidated profit		11,911	10,340	-6,945	2,994	+ 143.1%
PROFIT (Group's share)		11,886	10,846	-6,787	3,178	+ 146.8%
EBITDA		49,437	54,774	39,732	46,836	+ 17.9%
EBITDA (margin)		13.6%	12.6%	9.1%	11.0%	
EBIT		28,261	30,266	16,521	27,491	+ 66.4%
EBIT (margin)		7.8%	6.9%	3.8%	6.5%	
Current net profit ¹		21,692	17,454	1,149	14,090	+ 1126.0%
Current cash flow ²		37,728	40,254	24,361	33,435	+ 37.2%
Cash flow ³		37,474	38,880	21,512	32,565	+ 51.4%
Net profit margin ⁴		3.3%	2.5%	-1.5%	0.7%	

¹ The current net profit is the profit for the year after taxes, before net extraordinary profit/loss and before amortisation on goodwill and titles, plus the profit of the companies accounted for by the equity method - ² The current cash flow is the current net profit plus depreciation on tangible fixed assets and non-cash expenses - ³ The cash flow is the consolidated profit plus all depreciations - ⁴ Net profit (group's share)/turnover

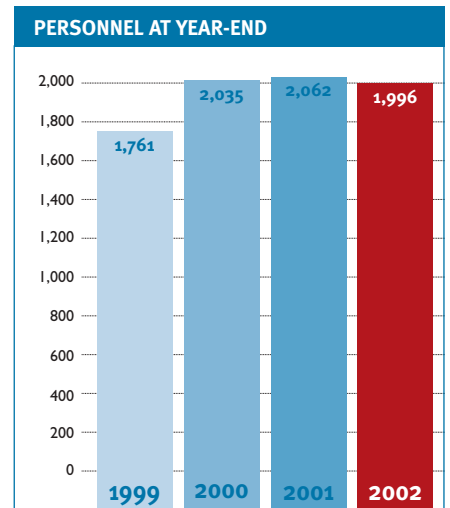
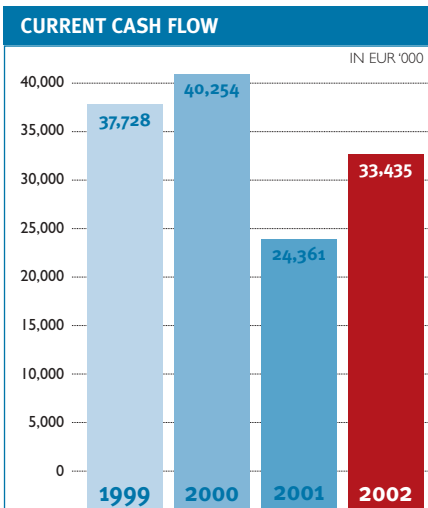
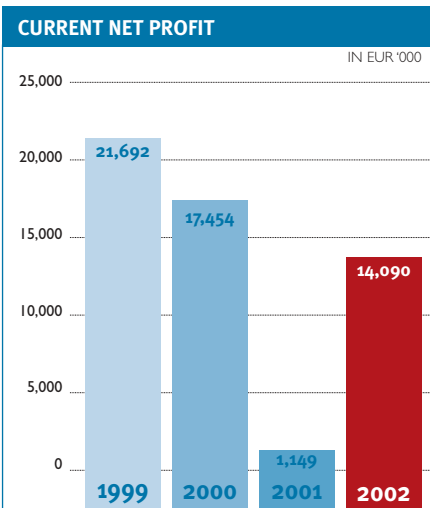
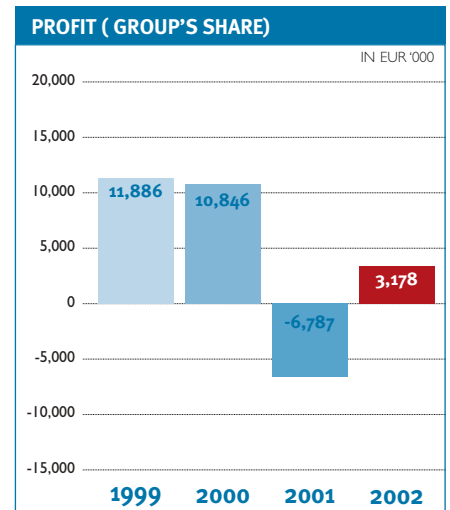
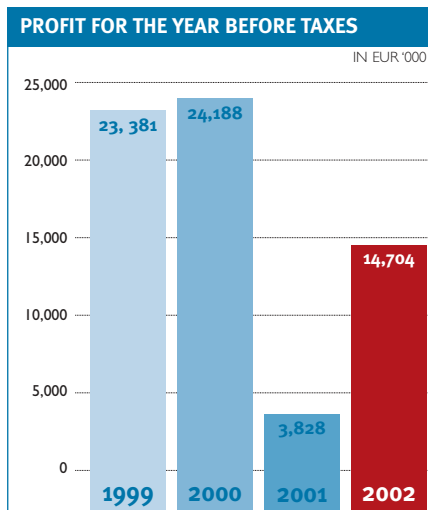
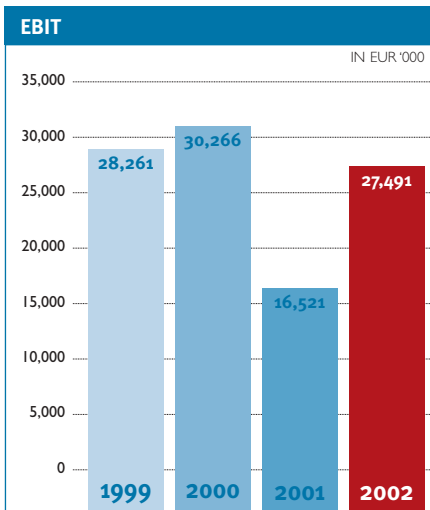
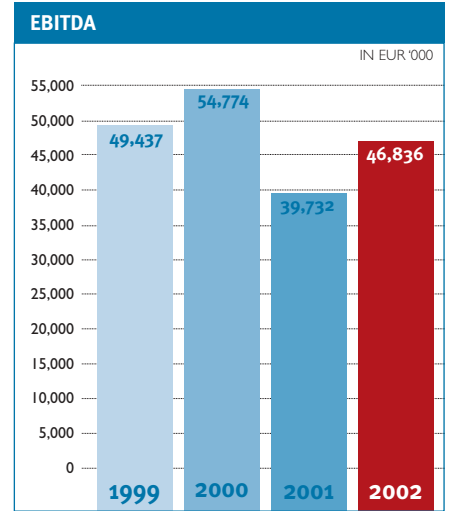
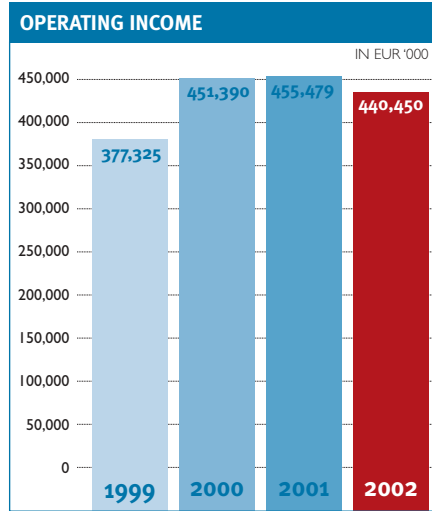
Consolidated **key figures**

BALANCE SHEET	in thousands of euros	1999	2000	2001	2002	Change in %
Fixed assets		120,634	158,156	150,880	112,857	- 25.2%
Current assets		171,957	209,803	203,800	232,383	+ 14.0%
Total balance		292,591	367,959	354,680	345,240	- 2.7%
Shareholders' equity after distribution		124,390	158,975	142,012	122,910	- 13.5%
Amounts payable		162,564	198,102	199,065	208,565	+ 4.8%
Liquidity (current assets/creditors)		1.2	1.3	1.2	1.3	
Solvency (equity/total balance)		42.5%	43.2%	40.0%	35.6%	
Gearing (net fin. debt/equity)		7.68%	18.22%	26.21%	15.68%	
Amounts payable/equity		1.3	1.2	1.4	1.7	
Return on equity ⁵		9.6%	6.8%	-4.8%	2.6%	
Investments		35,988	36,854	18,556	14,351	- 22.7%
Remunerations		74,263	85,330	96,174	99,513	+ 3.5%
Personnel at year-end		1,761	2,035	2,062	1,996	- 3.2%
CONSOLIDATED KEY FIGURES PER SHARE		1999	2000	2001	2002	
EBITDA		5.13	5.70	4.16	4.88	
EBIT		2.95	3.15	1.73	2.87	
Earnings per share		1.24	1.13	-0.71	0.33	
Current net profit		2.26	1.82	0.12	1.47	
Current cash flow		3.92	4.19	2.55	3.49	
Cash flow		3.89	4.05	2.25	3.40	
Gross dividend		0.50	0.50	0.40	0.40	
Number of shares		9,611,034	9,611,034	9,553,679	9,589,029	

⁵ Net profit (group's share)/equity

The background is a blue-tinted collage. In the center, a silver pen nib is angled downwards. Behind it, a line graph with multiple peaks and troughs is visible. To the left, there is some faint text including 'still', 'rise', 'are', 'the', 'next', 'Bank', and 'pol.'. To the right, there is text that says 'Against the yen (W)'. In the lower-left area, there is a label 'Sterling' and 'Against the dollar (S)'.

General Survey



[HIGHLIGHTS PER SHARE]



[ROULARTA MEDIA GROUP]

Highlights per share

DESCRIPTION	in euro	1999	2000	2001	2002
Shareholders' equity		12.94	16.53	14.86	12.82
EBITDA		5.13	5.70	4.16	4.88
EBIT (Operating profit)		2.95	3.15	1.73	2.87
Profit - Group's share		1.24	1.13	-0.71	0.33
Current net profit		2.26	1.82	0.12	1.47
Current cash flow		3.92	4.19	2.55	3.49
Cash flow		3.89	4.05	2.25	3.40
Gross dividend		0.50	0.50	0.40	0.40
Price/Net current profit Ratio at year-end		28.78	33.09	161.31	16.64
Price/Net current cash flow Ratio at year-end		16.55	14.35	7.61	7.01
Number of shares		9,611,034	9,611,034	9,553,679	9,589,029
Highest share price		73.00	94.00	61.95	24.65
Share price at year-end		64.95	60.10	19.40	24.45
Market capitalisation in mill. EUR (year-end)		624.22	577.62	185.34	234.45
Yearly volume in million EUR		64.63	106.08	31.69	29.76
Yearly volume in number		1,145,756	1,439,923	1,180,281	1,435,914

[ROULARTA MEDIA GROUP]

NEWSPAPERS	FREE LOCAL NEWSPAPERS	BOOKS AND ANNUALS
<p>100% West-Vlaamse Media Groep</p>	<p>80% De Streekkrant-De Weekkrantgroep</p> <p>Oost-Vlaamse Media Groep 100%</p> <p>De Vastgoedmakelaar 88,44%</p> <p>Zeeuws Vlaams Mediabedrijf (NL) 51%</p> <p>Tam-Tam 100%</p> <p>Drukkerij Leysen 100%</p> <p>100% Style Magazine (NL)</p> <p>40% Publiregioes (PT)</p> <p>30% A Nous Paris (F)</p>	<p>100% Roularta Books</p> <p>50% Academici Roularta Media</p> <p>Follow The Guide 100%</p> <p>52% Hippos Vademecum</p> <p>50% Editop-Roularta Medica</p>

Group structure

at 31 December 2002

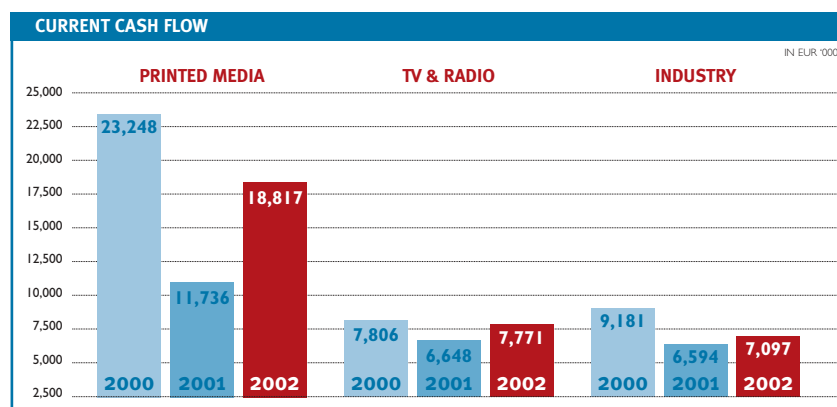
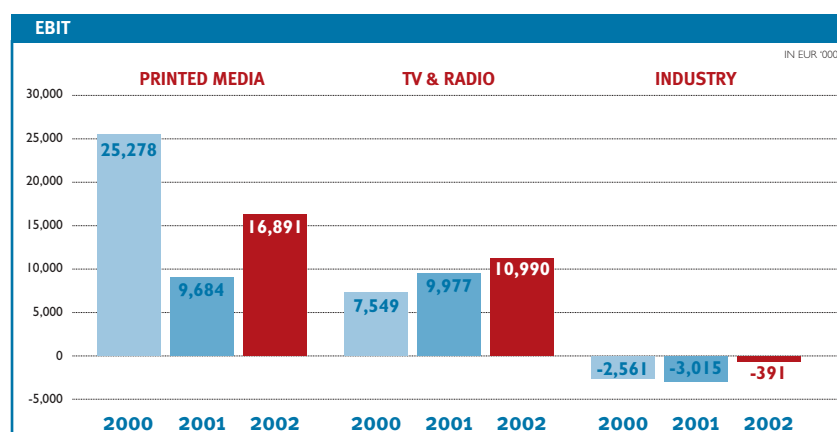
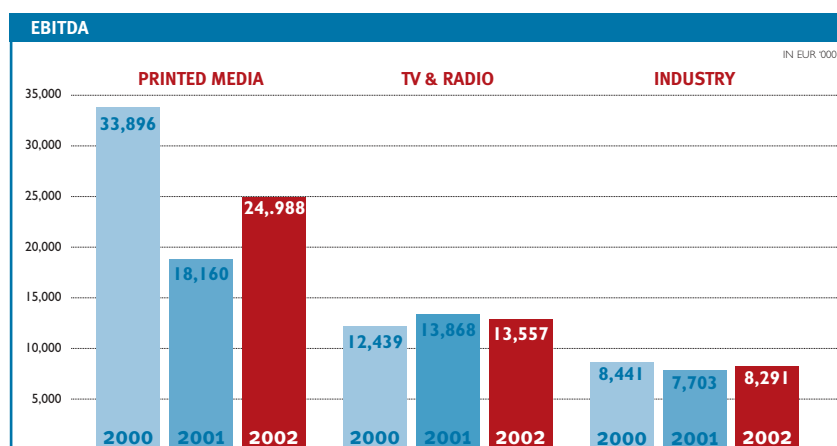
MAGAZINES	SERVICES	TV & RADIO	PRODUCTION
100% Vlaamse Tijdschriften Uitgeverij	100% Newsco	50% Vlaamse Media Maatschappij	66.67% Vogue Trading Video
100% Trends Magazine	50% Top Consult	Paratel 100%	75.66% Roularta Printing
50% Le Vif Magazine	100% Regie De Weekkrant	Plopsaland 50%	33.33% Mercator Printing Group (IN LIQUIDATION)
100% Sportmagazine	100% Roularta IT-Solutions	33.33% Regionale TV Media	33.33% Binderijgroep A'pen (IN LIQUIDATION)
50% Publindus	100% Roularta Management	100% Focus Televisie	
50% Senior Publications	25% Repropress	100% Belgian Business Television	
Grieg Media (N) 100%	18% Febelma Regie	50% De Woonkijker	
50% Senior Publications Nederland (NL)	19% Eurocasino	50% Eye-d	
50% Belgomedia	11.11% Bemart	Turnkey 90%	
Senior Publications Verwaltung (D) 100%		50% Corporate Media Solutions	
Senior Publications Deutschland (D) 100%		50% Promotheus Inc.	
50% Himalaya		50% Regionale Media Maatschappij	
50% Idéat Editions (F)			
25% Vacature			
50% Studio Press (F)			
Total Music (F) 100%			
Band A Part (F) 100%			
Studio Press LTD (GB) 100%			
100% PV Editions (F)			

[SUBCONSOLIDATIONS]

in thousands of euros	PRINTED MEDIA				TV & RADIO			
	2000	2001	2002	ch. in %	2000	2001	2002	ch. in %
Operating income	259,723	268,025	258,410	- 3.6	123,308	123,755	127,782	+ 3.3
Turnover (net)	252,731	258,643	252,164	- 2.5	117,156	116,807	119,741	+ 2.5
Operating profit	25,278	9,684	16,891	+ 74.4	7,549	9,977	10,990	+ 10.2
Net financial profit/loss	-3,054	-5,032	-3,867		201	393	526	
Net extraordinary profit/loss	365	-578	-427		-189	-538	-711	
Taxes and deferred taxes	-9,411	-3,459	-4,721		-4,207	-6,259	-6,554	
Profit for the year after taxes	13,178	615	7,876	+ 1,180.7	3,354	3,573	4,251	+ 19.0
Profit companies accounted for by the equity method	99	-41	-180	- 339.0	-429	-1,115	93	+ 108.3
Consolidated profit	13,277	574	7,696	+ 1,240.8	2,925	2,458	4,344	+ 76.7
PROFIT (Group's share)	13,293	732	7,758	+ 959.8	2,920	2,458	4,344	+ 76.7
EBITDA	33,896	18,160	24,988	+ 37.6	12,439	13,868	13,557	- 2.2
EBITDA (margin)	13.4%	7.0%	9.9%		10.6%	11.9%	11.3%	
EBIT	25,278	9,684	16,891	+ 74.4	7,549	9,977	10,990	+ 10.2
EBIT (margin)	10.0%	3.7%	6.7%		6.4%	8.5%	9.2%	
Current net profit before taxes	25,489	6,993	15,613	+ 123.3	7,317	9,255	11,722	+ 26.7
Current net profit	16,351	3,260	10,720	+ 228.8	2,917	2,757	5,204	+ 88.8
Current cash flow	23,248	11,736	18,817	+ 60.3	7,806	6,648	7,771	+ 16.9
Cash flow	23,715	10,968	18,629	+ 69.8	6,430	6,258	7,846	+ 25.4

Subconsolidations

2000	INDUSTRY		ch. in %
	2001	2002	
99,912	101,304	94,871	- 6.4
96,895	98,571	91,542	- 7.1
-2,561	-3,015	-391	+ 87.0
-113	-1,389	-1,062	
400	-1,732	-2,990	
100	101	-348	
-2,174	-6,035	-4,791	+ 20.6
0	0	0	
-2,174	-6,035	-4,791	+ 20.6
-1,680	-6,035	-4,669	+ 22.6
8,441	7,703	8,291	+ 7.6
8.7%	7.8%	9.1%	
-2,561	-3,015	-391	+ 87.0
-2.6%	-3.1%	-0.4%	
-1,946	-4,103	-1,237	+ 69.9
-1,821	-4,124	-1,585	+ 61.6
9,181	6,594	7,097	+ 7.6
9,285	4,506	5,141	+ 14.1





Executive committee

Rik De Nolf	Chairman
Jean Pierre Dejaeghere	Financial Director
Bert Kuypers	General Director

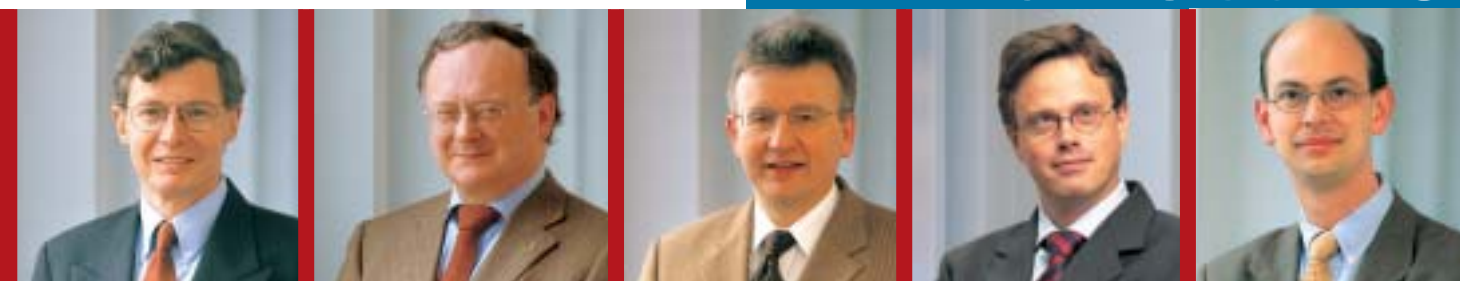
Management team

Rik De Nolf	Chairman
Jean Pierre Dejaeghere	Financial Director
Bert Kuypers	General Director
Eddy Brouckaert	Director Newspapers
Erwin Danis	Director Premedia
Hugo De Vidts	Director IT
Hugues De Waele	Director Free newspapers
William Metsu	Director Printing
Johan Plets	Controller
Dirk Vandekerckhove	Director Magazines
Dirk Van Roy	Director New Media
Mieke Verhelst	Director National Advertising

Board of

[ROULARTA MEDIA GROUP]

directors



Iwan Bekaert

Jean Pierre Dejaeghere

Clement De Meersman

Bert Kuypers

Dirk Meeus

Baron Hugo Vandamme

permanent representative of HRV NV
Leo D'Hulsterlaan 4
8700 Tielt
Independent Director
Chairman - 2004

Rik De Nolf

permanent representative of
De Publgraaf NV
Kraselhoekstraat 12
8890 Moorslede
Managing Director
Vice-Chairman - 2004

Leo Claeys

permanent representative of Joedheco NV
Meiboomlaan 110
8800 Roeselare
Director
Vice-Chairman - 2004

Lieve Claeys

Kasteelhoekstraat 1
8800 Roeselare
Director - 2008

Caroline De Nolf

Meiboomlaan 110
8800 Roeselare
Director - 2008

Iwan Bekaert

Ph. de Denterghemlaan 32
9831 St.-Martens-Latem
Director - 2004

Jean Pierre Dejaeghere

Oude Iepersestraat 43
8870 Izegem
Director - 2006

Clement De Meersman

permanent representative of
Clement De Meersman BVBA
Leffingestraat 17
8000 Brugge
Independent Director - 2008

Bert Kuypers

Burg. Pyckestraat 53
8500 Kortrijk
Director - 2008

Dirk Meeus

Sint-Christinastraat 17
9200 Dendermonde
Independent Director - 2004

Audit comittee

Clement De Meersman	permanent representative of Clement De Meersman BVBA Chairman
Leo Claeys	permanent representative of Joedheco NV
Dirk Meeus	

Strategic comittee

Baron Hugo Vandamme	permanent representative of HRV NV Chairman
Rik De Nolf	permanent representative of De Publgraaf NV
Leo Claeys	permanent representative of Joedheco NV
Jean Pierre Dejaeghere	
Clement De Meersman	permanent representative of Clement De Meersman BVBA
Bert Kuypers	

Remuneration and appointments comittee

Baron Hugo Vandamme	permanent representative of HRV NV Chairman
Rik De Nolf	permanent representative of De Publgraaf NV
Leo Claeys	permanent representative of Joedheco NV
Dirk Meeus	



Corporate governance

Composition of the board of directors

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

- seven directors representing the reference shareholder in accordance with the right of presentation contained in the company's articles of association. *These are Mr Rik De Nolf, the permanent representative of De Publigraaf NV (2004), Mr Leo Claeys, the permanent representative of Joedheco NV (2004), Ms Lieve Claeys (2008), Ms Caroline De Nolf (2008), Mr Iwan Bekaert (2004), Mr Jean Pierre Dejaeghere (2006) and Mr Bert Kuypers (2008)*
- three independent directors, each with a leading position in the business world. *These are Mr Clement De Meersman, the permanent representative of BVBA Clement De Meersman (2008) and managing director of Deceuninck NV, Mr Dirk Meeus (2004), a partner in Allen & Overy, and Baron Hugo Vandamme, the permanent representative of HRV NV (2004) and deputy chairman of Barco NV.*

Mr Iwan Bekaert resigned during the year from his executive position as general director on reaching retirement age. He remains on the board as a director.

During 2002 Mr Leo Claeys also withdrew from the

operating management of Roularta Media Group NV, but continues to exercise his directorship as the permanent representative of Joedheco NV.

The number of board members was extended last year to include Mr Bert Kuypers, who has succeeded Mr Iwan Bekaert as general manager of Roularta Media Group.

Under the company's articles of association, directors are appointed for six-year terms of office, and may be dismissed at any time by the board of directors. Directors whose term of office has ended may be re-elected.

Organisation and operation of the board of directors

The board of directors meets five times a year, that is, once a quarter and the fifth time in order to discuss and approve the budget for the coming year.

In addition to the five set meetings, the board meets, at the invitation of the Chairman, whenever the interests of the company require. In 2002 the board met six times.

In addition to the agenda, all directors receive in advance of the meetings a package containing the necessary information, enabling them to prepare thoroughly the items on the agenda. Minutes are kept of every meeting.

The board of directors consults on the company's vision, mission and strategy. It also discusses and decides on the business plan, the budget, the quarterly, half-yearly and annual results, financing, matters of company law, mergers and acquisitions and external communication.

Other important topics, including the appointment of senior managers, the use of external consultants, the development of warrant and/or share option plans and special investments, are also presented to the board for approval.

In those cases where the articles of association require board decisions to be taken by a majority of votes, decisions are in practice taken on a consensus basis.

The company paid a total of EUR 1.6 million of direct and indirect compensation to its directors in 2002. EUR 102,600 of this amount was received by the non-executive directors. The six executive directors received EUR 1.5 million in all. During 2002 two executive directors, Mr Leo Claeys, the permanent representative of Joedheco NV, and Mr Iwan Bekaert, withdrew from the daily management of the group and became non-executive directors. Executive and non-executive directors did not receive any variable compensation. Executive directors were allotted a total of 45,000 warrants and options.

Supervision by the board of directors and daily management

The daily management of the company lies with the managing director, Mr Rik De Nolf, on behalf of De Publigraaf NV. He is assisted in the daily management of the company both by the Executive Committee and by the Management Team.

The **executive committee** consists of three persons, the managing director (CEO), the financial director (CFO) and the general director (COO).

The executive committee meets twice a month, and deliberates and makes decisions based on a pre-established agenda. Minutes are prepared of every executive committee meeting.

Permanent items on the agenda of these meetings are the company's treasury position, the financial reporting, investments, new projects, operating policy and personnel matters, as well as the development of administrative procedures.

The **management team** has twelve members, the three members of the executive committee, eight managers representing the various business units within the enterprise, and the controller. The management team meets every three months, with reports on the situation of the various business units.

Protocol for preventing the misuse of insider information

In order to prevent the illegal use of privileged information, or even arousing any impression of such, the board of directors has drawn up a protocol for preventing the misuse of insider information. This protocol is signed by the directors, executive committee members and the members of the management team.

Committees set up by the board of directors

The **audit committee**, set up at the time of the IPO, controls the financial reporting, the respecting of the administrative procedures and the implementation of financial and operational controls. The committee, which reports directly to the board of directors, has per se a supervisory and advisory role.

In order to ensure the independence of this audit committee and the accurate provision of information, this committee includes two independent directors.

At the invitation of the Chairman, audit committee meetings can be attended by the auditor (Deloitte & Touche, Bedrijfsrevisoren BV o.v.v.e CVBA, represented by Mr Jos Vlaminckx) and by Mr Jean Pierre Dejaeghere (CFO) and Mr Bert Kuypers (COO).

The audit committee met six times in 2002. At its initiative an internal auditor was recruited in April 2001. The internal auditor attends audit committee meetings at the invitation of the Chairman.

The **remuneration and appointments committee** defines remuneration policy for senior executives and board members. It meets whenever the interests of the company require, and more specifically at the time of replacement or recruitment of directors, members of the management team and other senior managers.

At the initiative of the chairman of the board, a **strategic committee** has been set up as a forum where projects and proposals can be discussed prior to presenting a complete file to the board for its decision. ■



Foreword

by **Hugo Vandamme**
Chairman of the Board

Roularta Media Group ended 2002 with an operating profit of EUR 27.5 million and a net profit (Group's share) of EUR 3.2 million.

The (traditionally strong) fourth quarter produced a strong net profit of EUR 7.1 million (2001: -3.2 million), reflecting the impact of various cost-savings measures, lower paper prices, and a positive EUR 2.5 million from the reversal of provisions and depreciation.

This attractive annual result was made possible by improved earnings from the 'printed media' division, due in part to cost control and also to Roularta Printing's exit as from July 2002 from the combined Mercator Printing Group. Roularta Printing is again providing a positive contribution. The 'TV and Radio' division also made headway, despite the market situation.

Advertising income (print and TV) was almost identical to 2001, with a slight decline in advertising in the free regional press and the magazines (primarily job advertising) offset by a small rise in TV advertising income.

Global turnover fell by 3.3%, mainly from the changed situation of our printing works. Third party turnover by NV Roularta Printing (fully consolidated since the second half of 2002) is lower than that recorded

during the first half in the consolidated results of Mercator Printing Group.

Additional expenses in 2002 include the various extraordinary charges associated with demerging the 'printing concentration'. In the 'TV and Radio' division the launch costs of the new national (Flemish) radio broadcaster Q-Music have been charged in full and the national (Dutch/French) business TV station Kanaal Z/ Canal Z is now fully owned by the group. Following a successful operation which provided a large number of annual contracts, Kanaal Z/Canal Z now has a good advertising income base for 2003.

In 2002 a structural solution was found for regional television.

The group has a low debt position, with a gearing of around 25% after funding the French acquisitions made at the beginning of 2003.

The Board of Directors will be proposing to the General Meeting that it declare a dividend of EUR 0.40 per share. ■

Report on by Rik De Nolf CEO operations

Despite advertising markets fighting with recession for the second year in a row, Roularta's 'Printed Media' and 'Radio and TV' divisions together achieved the same turnover as in 2001.

A particular – and highly successful – effort was, however, made to gain control of costs.

Turnover fell from EUR 438.6 to 424.0 million (-3.3%). **Current cash flow** rose from EUR 24.4 to 33.4 million (+37.2%). **Net current profit** was up over ten-fold to EUR 14.0 million against EUR 1.1 million (+1,126%).

Cash flow rose from EUR 21.5 to 32.6 million (+51.4%). **Consolidated profit** (group's share) grew 146.8% from EUR -6.8 million to EUR 3.2 million, after tax of EUR 11.6 million.

The high tax pressure is due to the group structure, which does not permit offsetting between profitable activities and start up losses of the joint ventures.

Comments on the key figures

Income from the 'Free newspapers and magazines division' (including De Streekkrant/De Weekkrant, De Zondag and Steps) fell back 1.83% from EUR 94.8 million to EUR 93.1 million. In fact this is a very solid result given the 17% fall in job advertisements.

Newspaper advertising income (Krant van West-Vlaanderen group) slipped from EUR 4.5 to EUR 4.4 million (-1.7%).

Magazine advertising fell by just 3.7%. However, counting in the fall in national job advertising (Vacature EUR -5.4 million), magazine advertising turnover was down 11.05% from EUR 68.4 to 60.8 million.

The readers' market (newsstand and subscription sales) rose from EUR 49.4 million to 52.1 million (+5.49%).

Radio and television turnover rose from EUR 108.7 to 110.8 million (+1.97%).

VMM (50% Roularta: VTM, KANAALTWEE, JIMtv, Q-Music) grew by 5.2% in 2002 with even better earnings than in 2001: EBIT of 27.8 million (2001: 26.2 million) and a net profit of EUR 16.8 million (2001: 14.3 million).

Optical disc production grew 7% from EUR 25.9 to 27.7 million.

Third party printing turnover fell from EUR 64.8 to 48.9 million (- 24.5%). This figure includes 33.33% of Mercator Printing Group in the first half and 100% of Roularta Printing in the second half of the year.

Other services grew 17.7% from EUR 22.1 to 26 million. Of this, EUR 1.5 million reflects the increased holding in Paratel (up from 25% to 50%) as from 1.7.2002.

The magazines

In 2002 magazine advertising income remained almost unchanged, with lower business to business advertising



Be in the News: the 6 Belgian news magazines

offset by a growing spend in the lifestyle sector. Vacature, however, lost 50% of its income to the crisis in the national employment market.

Magazine paper prices fell by some 8%, with further savings made on editorial and promotion costs. No expensive launches were undertaken. The only newcomer, country magazine 'Nest', in fact continues the former 'Spijs & Drank' and 'Levend Land' magazines. Nest got off to a flying start with a net sold distribution of over 100,000 copies, making it immediately Flanders' largest lifestyle magazine after Weekend Knack.

The senior citizen magazines in the Netherlands and Norway continued to grow, with excellent earnings. Marketing of the new Lenz magazine in Germany continues at a controlled pace.

CIM readership figures (October 2002) point, however, to stagnation in Belgium. Statistically, there were no great surprises, other than that the survey recorded a 40% readership fall for monthly magazine Plus, following the name change from Onze Tijd/Notre Temps, though circulation has grown slightly since. This proves once again that the CIM survey in fact measures recognition, rather than effective reach. At the same time it is evident that Knack, Le Vif/L'Express, Trends and Trends/Tendances magazines have reached such high penetrations of their respective target groups that it is difficult to achieve any significant readership increase.

RMG publishes six Belgian news magazines:

- general news magazines Knack and Le Vif/L'Express,
- business news magazines Trends and

Trends/Tendances,

- sports magazines Sport Voetbal and Sport Foot Magazine.

Together they reach 1,543,000 CIM readers (12+). These offer a very attractive profile: 18% of the Belgian population aged 12 and up, 32% of the top social groups 1+2, 25% of the Belgian population in social groups 1-4, 39% of male executives, 36% of all men in social groups 1+2, 29% of all men in social groups 1-4, 24% of students, 22% of all young persons aged 12 to 24.

RMG groups these six Belgian news magazines together in its 'Be in the News' advertising combination. For RMG the challenge remains to put across more strongly and more clearly the message that this is the best quality and most effective advertising combination available on the Belgian media market today. A message that is in the interest of advertisers and media planners alike.

'Be in the News' delivers a wider and higher quality reach than any other alternative, at an absolutely unbeatable price. The quality and impact period of a colour magazine advertisement is far higher than other forms of advertising, and there is no more effective way of reaching Belgium's more affluent target groups.

Knack and Le Vif/L'Express

Knack recorded in 2002 the same advertising turnover as in 2001. Le Vif/L'Express fared slightly less well.

The package formula that combines the Knack news magazine with lifestyle magazine Weekend Knack ■■■





and entertainment magazine Focus Knack produces a highly stable subscription portfolio. Le Vif/L'Express applies the same system with Weekend Le Vif/L'Express and Télévif. In this way our news magazines reach approximately as many men as women. The lifestyle magazines have tended to attract a female audience, which has learned to appreciate the news magazines, and vice versa, more and more men have started reading lifestyle magazines.

Focus Knack aims at a younger audience, with an increasing number of young people apparently aware of the new Knack offering.

Knack and Le Vif/L'Express together reach 14% of the population, an exceptionally high figure for a news magazine, and in particular for one aimed at a quality reader profile. By way of comparison, Le Vif/L'Express, Le Point and Le Nouvel Observateur in France together achieve a lower reach. A key reason is that Knack and Le Vif/L'Express provide information for every member of the family, male and female, young and old. The value of

The Knack package: Knack - Weekend Knack - Focus Knack - Vacature Magazine

The Le Vif/L'Express package: Le Vif/L'Express - Weekend Le Vif/L'Express - Télévif - Vacature Références

the Knack package (idem for Le Vif/L'Express) is so great that over 85% of subscriptions are renewed, leaving only little room for further growth.

80% subscription sales for both titles ensure a loyal readership, whose purchasing behaviour is based, not on on-the-spot reactions to spectacular covers, but on the value of a package of information covering a wide range of interests.

Every week, **Weekend Knack** and **Weekend Le Vif/L'Express** deliver a magnificent illustrated overview of the moving world of fashion and design, home and garden, travelling and motoring, psychology and sociology. Special issues throughout the year can be collected to make complete, up-to-date guides to fashion (6 issues), homes and gardens (4 issues) and gastronomy (4 issues).

Like the daily financial-economic press and the business broadcaster Kanaal Z/Canal Z, **Trends** and **Trends/Tendances** have been severely hit by the slump in financial and IT advertising, with overall adver-

Readership

The Company Management-Executives Study published by TNS Media serves as a valuable barometer of the news magazine and B-to-B press worlds. Roularta's news and business magazines fill a unique position.

- Target group: all middle and senior managers
- Population: 167.668 random sampling: 1/300
- Tariffs: September 2002 in EUR
- Format: 1/1 p. full colour in magazines and 1/4 p. full colour in newspapers

Titles	Net reach	Coverage (net %)	Ranking net coverage	Cost per ooo c.	Ranking Cost/ooo c.
Roularta Company Management-Executives (C)	123,504	73.7	1	120	9
Knack + Le Vif/L'Express + Trends-Trends/Tendances (C)	109,915	65.6	2	120	8
Trends + Trends/Tendances + BIZZ (C)	85,731	51.1	3	90	2
Knack + Le Vif/L'Express (C)	83,676	49.9	4	150	15
Trends + Trends/Tendances (C)	68,226	40.7	5	90	1
De Financieel-Economische Tijd + L'Echo (C)	64,426	38.4	6	120	7
Knack	53,032	31.6	8	140	12
De Financieel-Economische Tijd	48,223	28.8	9	110	5
Std + LB + Gaz.Li (C)	44,443	26.5	10	250	30
BIZZ FR - BIZZ NL	42,853	25.6	11	100	4
Bulletin VBO - FEB	39,403	23.5	14	90	3
Le Vif/L'Express	38,584	23.0	15	170	17
De Standaard	33,098	19.7	16	180	19
KMO - PME Magazine	32,596	19.4	17	140	14
Le Soir	29,739	17.7	18	290	34
L'Echo	28,978	17.3	19	140	11
Het Nieuwsblad + De Gentenaar (C)	26,480	15.8	20	370	41
Industrie Magazine FR-NL	22,647	13.5	21	140	13
Het Laatste Nieuws + De Nieuwe Gazet (C)	22,599	13.5	22	450	44
De Morgen	21,539	12.8	23	210	24
ZO Magazine	21,370	12.7	24	180	21
Kamers van Koophandel (C)	20,853	12.4	25	430	43
Vlaamse Ondernemer	20,328	12.1	26	180	20
Eos	18,965	11.3	27	170	18
Netwerk - Netcetera	16,593	9.9	29	310	36
Libre Belgique + Gazette De Liège (C)	15,603	9.3	30	370	42
VEV Snelbericht	14,646	8.7	31	130	10
Usine - Bedrijf	14,590	8.7	32	200	23
Smart Business	14,414	8.6	33	340	39
PC Magazine	14,357	8.6	34	270	31
Dynamisme Wallon	12,909	7.7	35	150	16
Clickx	12,397	7.4	36	240	29
Technisch Management - Technique & Manag.	12,147	7.2	37	280	33
Inside Internet (FR-NL)	12,077	7.2	38	330	38
Gazet van Antwerpen	11,454	6.8	39	560	47
Data News (NL+FR)	11,406	6.8	40	550	46
PC World (FR-NL)	11,355	6.8	41	320	37
Solvay Business Journal	10,471	6.2	42	270	32
Le Marché - De Markt	10,324	6.2	43	190	22
Libre Match	10,195	6.1	44	350	40
Computer Magazine	8,388	5.0	45	450	45
Ondernemen	8,339	5.0	46	220	27
Chambre de Commerce FR (C)	8,133	4.9	47	-	-
Het Belang van Limburg	7,569	4.5	48	640	48
Ingenieursblad (KVIV)	7,134	4.3	49	290	35
La Dernière Heure/Les Sports	6,493	3.9	50	930	49

Roularta Media Research - Source: Company Management-Executives Study 2002

Belgian advertising sales houses for magazines in 2002

Belgian advertising sales houses for magazines	2002 000 €	SOI %	Belgian advertising sales houses for magazines	2002 000 €	SOI %	Belgian advertising sales houses for magazines	2002 000 €	SOI %
ROULARTA			Femme Actuelle	10		Ma Santé	585	
BIZZ FR	869		Kreatieve Keuken	149		Total	8,545	3.2 %
BIZZ NL	1,367		Le Journal de Mickey	6		CQFD		
Cash!Trends/Tendances	646		Le Moniteur de l'Automobile	2,576		Ambiance FR	126	
Cash!Trends	827		Le Soir Magazine	1,514		Ambiance NL	320	
Fleet Management FR	169		Madame Figaro	148		Bulletin FEB	568	
Fleet Management NL	239		Maison Madame Figaro	51		Bulletin VBO	751	
Grande NL	846		P Magazine	3,595		Het Beste	184	
Industrie Magazine FR	345		Robbedoes	21		KMO	1,378	
Industrie Magazine NL	595		Spirou	66		Leven in Stijl	502	
Knack	17,662		Suske en Wiske Weekblad	62		PME	1,037	
Le Vif/L'Express	10,127		Télé Star	2,313		Sélection	238	
Plus Magazine FR	1,157		Top Santé	3,331		Signature FR	106	
Plus Magazine NL	1,834		Touring Magazine FR	1,132		Signature NL	83	
Sport Foot Magazine	1,272		Touring Magazine NL	829		Total	5,293	2.0 %
Sport Voetbal Magazine	2,176		TV Gids	461		PUBLICARTO		
Télépro FR	2,703		Voyages Voyages	574		Aktief	54	
Trends/Tendances	5,361		Zondagsblad	168		Axelle	46	
Trends	9,018		Total	37,935	14.1 %	Brieven aan Jonge Ouders	847	
Weekend Le Vif/L'Express	10,526		VNU BP			De Bond	2,789	
Weekend Knack	21,343		Computer Magazine FR	1,135		Eigen Aard	224	
Total	88,083	33.1 %	Computer Magazine NL	1,135		Eigentijds	338	
MEDIALOGUE			Corporate Net FR	411		Vrouw	171	
Clickx	616		Corporate Net NL	431		Vrouw en Wereld	386	
Evita	2,180		Data News FR	3,698		Total	4,855	1.8 %
Feeling	8,488		Data News NL	3,719		PRODUPRESS		
Feeling Wonen	2,079		Total	10,530	3.9 %	Actief Wonen	1,437	
Femmes d'Aujourd'hui	3,550		MAGNET			Beter Bouwen en Verbouwen	642	
Fit & Gezond	67		Autowereld	892		Déco Idées	1,717	
Flair l'Hebdo	3,661		Dag Allemaal/ Zondagnieuws	11,185		Tu Bâtis je Rénove	670	
Flair NL	8,999		Genieten	925		Total	4,466	1.7 %
Gael	4,784		Goed Gevoel	1,978		VAB		
Gael maison	1,136		Goed Wonen	430		Uit-Magazine	2,791	
Humo	16,605		Joepie	2,262		GROUPE DUPUIS		
Libelle	9,679		Netcetera	711		L'Événement	1,352	
Libelle Specials	117		Netwerk	1,359		L'Événement Immobilier	300	
Marie Claire	1,285		TV Famille	1,171		Total	1,652	0.6 %
Marie Claire NL	1,000		Woef	155		MEDIA SELLING PLACE		
Menzo	887		Wouf	113		Art & Décoration	221	
Mille et un Délices	95		Dag Allemaal-Expres	4,452		Het Ingenieursblad	143	
Story	2,421		TV Famille-Blik	1,417		KACB Revue	16	
Télé Moustique	6,728		Total	26,151	9.7 %	L'Entreprise et L'Homme	12	
Télé Pocket	614		RMB			Ondernemen	230	
Teve Blad	1,483		Canal + Gids	436		Royal Auto	18	
Total	76,473	28.4 %	Canal + Magazine	904		Total	641	0.2 %
IPB			Groovy FR	171		Total	269,314	100 %
7extra	643		Groovy NL	258				
Ché	1,194		Carnet de la Libre Match	765				
Ciné Télé Revue	15,634		La Libre Match	2,714				
Cuisine Créative	88		Le Journal de votre Enfant	434				
De Autogids	2,066		Le Ligueur	2,279				
Elders & Anders	487							
Eos Magazine	818							

Source: CIM MDB

Total 269,314 100 %



The combination Trends-Cash! (N/F)

■ ■ ■ tising sales down 10%. With the Dutch and French language editorial teams working to increase synergy, the title has proved its ability to produce a correct earnings result in difficult times. The combination with investor magazine **Cash!** remains highly effective, whilst new opportunities are opening up for media mixing with TV broadcaster Kanaal Z/Canal Z and the trends.be, cash.be and het.beleggers.net/les.investisseurs.net websites.

In 2003 Trends is planning to expand its editorial package with more lifestyle pages and a new media and marketing sector.

During 2002 greater attention was again paid to the people behind the figures, to companies that are strong in their market niches and their regions. In each province of Belgium Trends now organises regular meetings of the Trends “Gazelles”, that is the 200 largest growers in the various small, medium and large enterprise categories, the rankings of which are published exclusively in Trends, using the unique treasure chest of information contained in the Trends Top 30,000 database.

The Trends Gazelles Events have become meeting places for the most dynamic elements of economic life in Flanders and Wallonia.

Sport Voetbal/Sport Foot Magazine

The sports news magazines produced positive earnings figures in 2002. Here the combination of general sports magazine with a special emphasis on football appears to be the ideal formula. The magazine strives for full coverage of the football world with complete statistics of top sports events.

Extensive reports and interviews on other sports are accompanied by digest pages summarising the latest situation of both team sports basketball and volleyball and of tennis and cycling.

Here too, steady growth is guaranteed by a portfolio of some 50,000 subscribers (2/3 of net distribution). A major concern for Roularta remains to use sports magazines to penetrate the advertising market. In the United States, Sports Illustrated – the equivalent of our sports magazines – boasts a larger turnover than Time and Newsweek, than Fortune and Business Week, than TV Guide, etc. scoring not only on the readers’ market, but also in terms of advertising revenue. American advertisers are prepared to pay to reach a quality audience of sports enthusiasts that want, not cheap “hurray and boo” journalism, but background information and analysis under the motto ‘mens sana in corpore sano’ (a healthy mind in a healthy body). ■ ■ ■

In April 2003
Le Vif/L'Express celebrated its
20th birthday with a special feature
portraying the evolution of
our company in the world
of the past 20 years.



The magazines for senior citizens in Belgium, the Netherlands, Germany and Norway

Senior citizen magazines

Together with its partner Bayard Presse (Paris), Roularta is continuing to build an international group of specialist magazines for senior citizens. In Belgium **Plus** needs to grow more. In the Netherlands a net circulation of 300,000 is deemed feasible for 2003, making **Plus** the largest monthly magazine in the Netherlands.

In Norway **Vi Over 60** has achieved even better growth figures (+ 20%) and in Germany the monthly **Lenz** magazine is now run from two cities: with the editorial team continuing to work from Cologne and the marketing and promotion services now installed in Augsburg, in synergy with the magazine department of the Weltbild mail order company.

The intention over the coming years is to build up a subscription portfolio, through gradual, steady direct marketing, whilst increasing newsstand sales with a city by city promotional approach.

Other niche magazines

The launch in September 2002 of the new **Nest**, a continuation of Spijs & Drank and Levend Land, has been an immediate success. 80,000 paid subscriptions and over 25,000 newsstand copies reach an interesting target group which is particularly concerned with its own homes and gardens. Solid content, superb layout, perfect colour printing and luxurious finish together add up to a top quality magazine. A huge potential for growth remains in terms of subscriptions, newsstand sales and advertising income. The title has got off to a flying start, and in 2003 is already contributing positively to earnings.

RMG has a 50% stake in NV Himalaya, which publishes **Grande**, the magazine for people wishing to travel and discover the world. This reporting magazine with international allure has quickly built up a perma-

In March 2003 Grande began a French-language edition. The magazine has very quickly conquered its place in the quality magazine segment, and may be expanded to other countries.



The niche magazines: Nest - Grande - Bizz - Industrie Magazine

■ ■ ■ nent and steadily-growing subscription base, along with successful newsstand sales. It was therefore decided not to put off any longer launching a French language version. The first issue, appearing in March 2003, was an immediate success.

Under an agreement with the Royal Belgian Automobile Club (RACB/KACB) all members of this quality organisation receive the Grande magazine as part of their overall club subscription.

In terms of advertising, monthly business magazine **Bizz** (Dutch/French language) has been a success right from the start, conquering in a short space of time a reader group that is particularly attractive for advertisers. Month after month Bizz succeeds in presenting practical files, each with a useful problem checklist of ready-made solutions for young professionals.

With its varied offering of information for industrial managers, controlled circulation **Industrie Magazine** reaches the ideal target group for B-to-B advertising. At the same time the collaboration with the Agoria enterprise organisation provides a valuable platform for research and documentation.

Each issue of Industrie Magazine is accompanied by the **Kwaliteitskrant**, carrying specific information for quality managers and produced in cooperation with the Flemish Quality Control Centre.

The TV magazine

The French-language TV news magazine **Télépro** sets out to guide TV viewers reliably every week through the TV jungle. With a net distribution of over 150,000, Télépro reaches half a million readers (CIM 12 +) every week with a complete, well-structured overview of more than 60 TV channels, supplemented with news and tidbits on top television, cinema and radio stars of the moment. Nor are articles limited to the light side of life: eye-witness reports, critical analyses and in-depth articles on current and social questions provide again and again new food for thought.

Every week's Télépro is brim-full of practical tips for every area of daily life: health, beauty, law, tourism, DIY, internet and multimedia, cooking, literature, music and videos.

Télépro is the family magazine par excellence. Children rush for the new Cédric cartoon page and a special listing of 'their' TV programmes. Crosswords and other games offer over EUR 150,000 in prizes every year.

Roularta Medica

Roularta Medica produces various medical publications: **De Huisarts**, **Le Généraliste** (weekly), **Semper** (monthly), the medical Agendas and Congress Guides (quarterly), the 'InfoCard' answer cards and the Agendamedica.be website. ■ ■ ■



TV magazine: Télépro

Roularta Medica: De Huisarts - Semper

■ ■ ■ During 2002 the main products received a face-lift, the editorial team was completely renewed, and the products and team of VM & Partners, acquired in 2002, were integrated.

Biblo and Roularta, the publishing houses that own the medical publications, have placed these in their Editop joint venture, under the name ‘**Roularta Medica**’.

Since the start of 2002, the joint venture has had its own layout team, which completes all medical publications up to the prepress stage. Printing rates have been renegotiated and preparations made for two new publications (Agenda Cardiologie and Agenda Gastrologie), which will be appearing four times a year from the beginning of 2003.

The newly created Roulartamedica.be website and preparations for electronic versions of the De Huisarts and Le Généraliste newsletters round off Roularta Medica’s range of medical products.

France

In 2002 Roularta continued expanding its French activities. A media niche in France can very soon become as large a market as that of a general publication in Belgium. Roularta is seeking to play a market leader role in three different niches in France’s media landscape.

Music, audio, video, hifi, DVD

In 2002 Roularta acquired publisher PV Editions, which produces **Prestige Audio Vidéo**, **Hifi Vidéo Home Cinéma** and **Sonovision**.

The intention is to merge PV Editions with special music magazine publisher ‘Studio Press’, in which Roularta already has a 50% stake. Studio Press publishes **Guitar Part**, **Guitare Classique**, **Pianiste**, **Batteur**, **Radikal** and **Recording**... all magazines for active musicians. Every issue includes a music CD that players can accompany.

Studio Press increased its sales by no less than 62.8% in 2002. In combination, PV Editions and Studio Press should produce a global turnover of EUR 10 million, whilst synergy in advertising acquisition, promotion and administration should very quickly bring it up to the target EBIT of 10%.

An earn-out agreement has been concluded with the partners in Studio Press to enable Roularta to acquire 100% ownership.

Homes

Following the successful take-over negotiations with Aguesseau in late 2002, the titles **Maisons Côté** ■ ■ ■



Music: Guitar Part - Guitare Classique - Pianiste - Batteur - Radikal - Recording



Audio, video, hifi: Prestige Audio Vidéo - Hifi Vidéo Home Cinéma - Sonovision



Homes: Maisons Côté Sud - Maisons Côté Ouest - Maisons Côté Est - Maison Magazine - Maison Française

Belgium's cheap advertising rates

Belgium has the cheapest advertising rates in the EC, at least for news magazines and business weeklies, as is clearly shown by a comparison with neighbouring countries:

Comparison of Business magazines

COUNTRY	Title	1/1 page In euro	Circulation	Cost/000 Copies
Italy	Capital	25.813	89.558	288,2
Spain	Actualidad Economica	6.010	23.517	255,6
Italy	Milano Finanza	25.000	135.758	184,2
Portugal	Exame	4.070	24.099	168,9
France	L'Entreprise	17.500	77.523	225,7
France	Le Nouvel Economiste	11.500	72.230	159,2
Denmark	Penge og Privatokonomi	4.240	26.753	158,5
Germany	Manager Magazin	17.200	134.902	127,5
UK	The Economist (worldwide)	18.336	144.000	127,3
France	L'Expansion	17.600	141.560	124,3
Belgium	Trends-Trends/Tendances¹	6.630	55.801	118,8
Germany	Wirtschaftswoche	20.008	191.134	104,7
France	Capital	37.500	380.459	98,6

¹ Trends-Trends/Tendances: 2003 rates. All others: 2002 rates

Comparison of News magazines

COUNTRY	Title	1/1 page In euro	Readers	Control	Circulation	Cost/000 readers	Cost/000 copies
Austria	Profil	12.000	599.000	2001	115.316	20,03	104,1
Italy	L'Espresso	45.000	2.369.000	2001	409.696	19,00	109,8
Netherlands	Elsevier	10.818	588.000	2000	141.420	18,40	76,5
Italy	Panorama	52.000	3.213.000	2001	570.566	16,18	91,1
Netherlands	Vrij Nederland VN	5.672	354.000	2000	54.738	16,02	103,6
Netherlands	HP/De Tijd	4.275	278.000	2000	31.171	15,38	137,1
Belgium	Le Vif/L'Express¹	6.900	477.000	2002	97.000	14,47	71,1
France	Le Point	18.200	1.397.000	2001	294.951	13,03	61,7
Austria	News	15.300	1.219.000	2001	313.195	12,55	48,9
Belgium	Knack¹	7.700	630.000	2002	152.985	12,22	50,3
France	L'Express (national ed.)	24.200	2.237.000	2001	420.685	10,82	57,5
France	Le Nouvel Observateur	23.843	2.485.000	2001	445.062	9,59	53,6
Germany	Der Spiegel	46.000	5.630.000	2001	1.071.774	8,17	42,5
Germany	Focus	40.500	6.180.000	2001	779.629	6,55	51,9

¹ Knack - Le Vif/L'Express: 2003 rates. All others: 2002 rates

In terms of sales Knack and Le Vif/L'Express reach 14 % of the population aged 12 and over, two to three times more than the foreign news magazines.

Cost per thousand readers and per thousand copies is much lower than abroad. This is a totally illogical situation given the much higher costs (Belgium's bilingual situation) of reaching a much smaller potential (just 10 million inhabitants). In Belgium editorial and promotion costs are twice as high given the two language areas with their specific mentalities and areas of interest. The double starting costs also increase the printing costs of the magazines and of the mailings. On the other hand advertising investments (per head) are much lower than elsewhere in the EC (with the exception of Greece and Portugal).

The only viable explanation for these low advertising rates is the historical fact that when it was launched 30 years ago, Knack based its rates on those of the now extinct Brussels weekly Pourquoi Pas?

Despite Belgium's small and complex market, Knack and Le Vif/L'Express have their own unique place in Belgium's media landscape.

■■■ **Sud, Maisons Côté Ouest and Maisons Côté Est** have been placed in a new joint venture with the Express-Expansion group, which in turn is contributing its Maison Magazine and Maison Française titles. Right now the joint-venture is owned 50% by Express-Expansion, 40% by Roularta and 10% by the Lefebvre family, with whom an earn-out agreement has been concluded with the intention of arriving at a 50/50 situation.



Lifestyle: Idéat - Atmosphères

The five titles in question will enable a new company, Côté Maison, to achieve considerable synergies in advertising acquisition, promotion and administration. These are all top quality magazines with an overall market leadership position.

Lifestyle

Roularta already has a 50% stake in **Idéat**, the luxury lifestyle magazine that appears 6 times a year, aimed at younger women and men interested in every facet of art de vivre. Idéat is still a relatively young initiative (1999), but has already achieved an attractive net distribution of 54,607 copies and positive earnings.

In 2002 Roularta acquired the monthly magazine **Atmosphères** as part of the take-over of publishing company Aguesseau. Atmosphères is another lifestyle title, this time more classical in nature. Once again interesting synergies should be possible in advertising acquisition, administration and promotion, leading directly to better profitability and new resources for growth. Idéat/Atmosphères is a 50/50 joint venture with Laurent Blanc.

Newsco Publishing

Newsco (100% Roularta) is a publishing company specialising in custom magazine production. Newsco

Weekend Knack in the prize lists

Pierre Darge won in 2002 the very first *Dylan Thomas Writers Award* with his report *'Dichter bij het Water'* published in Weekend Knack. The award is an initiative of the *Welsh Tourist Board* for the best travel report on Wales. The prize, an original first edition of Dylan Thomas' *Under Milk Wood*, was presented by European Commission Vice-President Niel Kinnock.

In May 2002 **Annemie Struyf** won the Dexia Press Prize 2002 in the 'Written Press' category for her 'A la Limite' series of articles in Weekend Knack. The panel of judges commended her work for its "unusual depth, interwoven with an optimistic and humoristic undertone. These are penetrating, very human portraits, on the sharp edge but never sentimental." Around 200 professional journalists took part in the 39th Dexia Press Competition. The award comes with prize money of EUR 2500.

Ine Renson took home the Flemish Mental Health Association (VGGG)'s 2002 Press Prize for her unforgettable portrait of depression sufferers' families in 'Depressive together', published in Weekend Knack.



Newsco Publishing: Senza - Galeria - E5-Magazine - BMW Magazine - MO*

Publishing applies a total approach of concept, layout and journalism through to printing and distribution. In 2002 Newsco Publishing sales topped EUR 5 million. In particular a new title **Galeria** has been brought out in Germany in the footsteps of the superb **Senza** magazine, which Newsco Publishing produces for Inno in Belgium. Other prestigious custom magazines are **E5-Magazine**, **BMW Magazine** and **MO*** (Mondiaal Magazine). The Newsco Publishing team, reinforced in 2002, can of course count on the cooperation of the various Roularta divisions, each with its interesting journalist and graphic artist networks.

Roularta will be seeking to improve Newsco Publications market profile, as it is clear that synergy with a

major publishing group gives it an unbeatable ability to provide top quality at very low prices.

Newspapers

The combination of the **Krant van West-Vlaanderen** with authentic local titles in the different parts of Flanders remains hard as steel, with 11 separate editions and a total circulation of 100,000 copies. Local titles **Brugsch Handelsblad**, **De Weekbode**, **De Zeewacht**, **Kortrijks Handelsblad** and **Het Wekelijks Nieuws** are not only old and respected titles, but are also increasingly successful in catching the attention of younger readers. Interest in local events is real, and the **Krant van West-Vlaanderen's** approach of seeking to provide complete reporting – family news, clubs and associations, cultural and sports events, and information on amateur and youth sport – for every municipality, is unique. The **Krant van West-Vlaanderen** itself pays attention to the big regional and national news items, but every time from a distinctive West Flemish angle. In 2003 the newspaper is investing in a new editorial information system, with electronic layouting providing major time savings. The editorial offices in Bruges, Ostend and Kortrijk continue to serve as bases for local reporters, but all other journalists and employees now work centrally out of the general editorial office in Roeselare. The **Krant van West-Vlaanderen** is ready for the future. ■■■



Newspapers: Brugsch Handelsblad - De Weekbode - Kortrijks Handelsblad - De Zeewacht - Het Wekelijks Nieuws - Krant van West-Vlaanderen



De Streekkrant/De Weekkrant:
the country's largest newspaper



Regional freesheets De Streekkrant

Over 3.6 million readers (recent CIM survey) and around 50 different local editions make **De Streekkrant/De Weekkrant** Belgium's largest newspaper. Regional freesheets appear to be holding their own in the difficult economic situation. Strikingly, the fall in job advertising here is much smaller than that observed at a national level. With commercial advertising even growing, the title achieved almost the same turnover as in 2001.

The start of 2003 saw the introduction of a fresh layout, with a new editorial formula guaranteeing even more varied information, provided from each local area by a growing network of local correspondents. The local small ads market is totally in the hands of the De Streekkrant group almost right across Flanders. In housing, car and job advertisements, De Streekkrant/De Weekkrant is the clear and undisputed market leader.

Easy.be

In this area the on line extension via the Easy-website (**EasyAuto.be**, **EasyImmo.be**, **EasyJobs.be**) provides an

interesting opportunity guaranteeing optimal response for advertisers.

EasyAuto.be provides full information on new cars, including all Belgian-specific options (including detailed prices) and a spectacular selection of second hand cars, either taken from the various De Streekkrant editions, or presented by car dealers offering their entire stock on EasyAuto.be. A high performance search system permits rapid, targeted searches of a total listing covering the whole of Flanders. Interested car dealers pay for the opportunity to offer their portfolio on line.

EasyImmo.be allows consumers to rapidly search a wide selection of houses and apartments across Flanders, consisting of all advertisements appearing in the various editions of De Streekkrant, plus the property portfolios offered by real estate agents and notaries. To offer his portfolio on line the advertiser pays a fixed monthly sum plus a variable amount according to the number of visitors. Systematically updated, EasyImmo.be is today the website with the most complete selection of property in Dutch-speaking Belgium.

Every month Roularta sites reach
588,678 unique visitors with a total
of 7,972,295 page views.
Roularta already has today one of
Belgium's most visited sites.
The content is provided by the magazine
editorial teams and the classifieds
division of the free newspapers.



Easy.be: EasyImmo, EasyAuto, EasyJobs

The third major website is **EasyJobs.be**, in which De Streekkrant/De Weekkrant presents by far the largest selection of job offers from various sectors in Dutch-speaking Belgium. Thanks to the cooperation with the Flemish Employment Office (VDAB) the site includes almost all vacant positions. Advertisers can be certain that they will reach not only a maximum number of readers, but also the largest possible number of internet visitors. Indeed, the EasyJobs.be/VDAB combination reaches more visitors than any other jobsite.

Visitors can access the global offering via either destreekkrant.be or EasyJobs.be or the VDAB's own vdab.be site.

Extra Net

In 2002, the group acquired the weekly newspaper **Tam-Tam**, with one edition in Knokke and one in Blankenberge.

At the end of 2002, the group acquired the weekly newspaper **Wetthra**, which appears in and around Wetteren, along with the publishing and printing company Leysen, which specialises in acquiring advertisements from notaries in the legal district of Mechelen.

All these initiatives go to strengthen the De Streekkrant group, and at the same time herald the start of a new network of tabloid format freesheets: **Extra Net**.

With Extra Net Roularta is looking to offer a network of very local freesheets, all in small tabloid format and which can complement the De Streekkrant broadsheets to boost advertising campaigns.

Along with Roularta's own titles Publipers Tienen, Tam-Tam and Wetthra, the Extra Net group includes those published by De Belleman (Limburg, Brabant and Kempen) and the Verheyen group (Antwerp). In this way the Roularta Media advertising sales office now represents a second network alongside the De Streekkrant/De Week-



Extra Net: Tam-Tam - Wetthra - Publipers

krant group, which reaches 100% of Flanders.

De Zondag

Since September 2002 the free Sunday newspaper **De Zondag** has covered the whole of Flanders. The original formula of placing this free newspaper in bakery shops allows some 520,000 copies to be distributed in just a few hours every Sunday morning, at a unique point in time for a particularly interesting and selective audience. A festive breakfast every Sunday morning for the wide-awake citizens of Flanders. In this way Sunday breakfast includes the Sunday newspaper with a wealth of local news, list of Sunday events, classified ads and commercial information from the region, and with more and more national-level advertising, given the region-wide coverage. National advertising is provided by Scripta, the newspaper advertising sales office that also represents the Krant van West-Vlaanderen, the De Standaard group, the Vers l'Avenir group and the Libre Belgique group.

Next to De Streekkrant, De Zondag is by far the largest newspaper in Belgium, reaching readers at a time in the week where no other newspaper does and when they are not distracted or influenced by another medium, and are fresh and receptive to interesting information.

Portugal

Roularta holds a 40% stake in **Jornal da Região**, the Portuguese equivalent of De Streekkrant, in partnership with the listed Portuguese group Impresa. Jornal da Região has opted for a new distribution mix of dis- ■■■



De Zondag: 1.2 million readers via a network of 4000 bakery shops



Portugal: 9 weeklies in and around Lisbon

■■■ plays in high traffic city areas and door-to-door distribution in residential areas. Today 9 different editions appear in and around Lisbon. Portugal's economic crisis, in particular the very sluggish property market, remains a handicap to expansion. Stringent cost control should make it possible to get through this difficult period in the expectation of a revival of the economy.

Door-to-door magazines Steps and Style

Free lifestyle magazine **Steps** (in Flanders) again produced good earnings in 2002. Its sister magazine **Style** in the Netherlands appears in the provinces of Brabant and Limburg and is now managed from the Belgian head office. The choice made in 2002 to use better quality paper for the colour advertisements appears to have produced good results. Steps has since opted for a mixed 'push - pull' distribution formula, with door-to-door deliveries in residential areas and a network of highly visible displays in parking garages and better boutiques and food stores.

From 2003 publication frequency will be stepped up in Ghent and Antwerp, with Steps Antwerpen and Steps Gent becoming genuine city magazines, offering extensive entertainment and cultural diaries alongside lifestyle journalistic content.

Steps too is unique in its kind, with its large magazine format and heatset colour quality on satinated paper. Steps takes full advantage of the extraordinary possibilities

offered by Roularta's high volume presses which allow up to 64 large (double) magazine format pages (like Steps) to be heatset printed in a single run, and stapled on the press, ready for rapid finishing and cutting. All this guarantees top quality at unbeatable advertising prices.

Interreg-tariffs

In 2003 Roularta is relaunching the Steps project in France, which it halted in 1998, by acquiring the monthly magazine **City's**, which appears in Lille, Douai and Arras. In so doing it is creating new cross-border advertising opportunities for clients in West Flanders and Northern France.

Style Zeeuws-Vlaanderen is being launched in 2003 in a joint venture with the Zeeuwsch-Vlaams Advertentieblad. This new opportunity is available not only to Dutch advertisers but also to Belgian clients from West and East Flanders.

The Style editions in Dutch Limburg and Brabant are structured to permit combinations with the Steps editions in Belgian Limburg and Antwerp.

New and attractive Interreg advertising rates apply for both the Dutch/Belgian and the Belgian/French border areas.

Easy Immo Magazine

2002 saw the launch of **Easy Immo Magazine**, a free magazine featuring colour illustrated advertisements for



Steps - Style - City's: in the whole of Flanders, the northern part of France and the southern part of the Netherlands



better quality property and projects. Distribution is by displays in estate agents' offices and as supplements to Knack and Trends. Each Flemish province has its own separate edition, allowing provincial advertising. The project has got off to a flying start, as it meets a real need for colour advertising for better quality property.

Television and radio Vlaamse Media Maatschappij

The viewers market was marked in 2002 by the slight growth of public broadcasting (TV1 and Canvas), to the detriment of commercial stations. Among the small music stations JIMtv has climbed level with TMF.

In 2002 VTM achieved an average market share of 28.7% (general target group aged 4 years and up), 1.2% less than in 2001. TV1, by comparison, climbed 1.6% to 29.1% over the same period. The other commercial stations also forfeited market share in 2002 : KANAALTWEE lost 1.3%, but remains ahead of VT4 (6.4%, -0.2% on 2001). Canvas achieved a slight improvement: 8.4%, +0.2% on 2001.

In the commercially important 18-54 RFP (responsible for purchases) target group we observe the same trend: VTM down (26.2%, - 0.6%) and TV1 up (29.1%, + 1.4%). Amongst young RFPs (RFP 18-44) we see a positive evolution for VTM. With this target group VTM scored 1.0% better than in 2001, with TV1 remaining approximately unchanged. Amongst younger RFPs, VTM is marginally in front with 26.3% against TV1's 26.2%.

These scores point to an age reduction in VTM's audience. TV1 is now the 'oldest station' in Flanders and the new VTM-programmes in particular (like Idool, Fear Factor and De Pfaffs) are proving highly popular with young audiences.

KANAALTWEE shed 0.9% market share in the RFP 18-44 group, but is still well ahead of VT4 with 11.2% as against 9.7%. In other words, amongst young audiences, KANAALTWEE remains the 'largest of the 3 smaller stations'.

Good news has come from VMMa's youngest TV station: JIMtv confirmed in 2002 its good start and has now climbed level with TMF. On a daily basis it now reaches 10.0% (1 minute's continuous viewing) of the 13-30 group (TMG: 10.1%). On a weekly basis in 2002 this came out at 30.6% (TMF 30.8%) and on a monthly basis 50.7% (TMF 49.9%). In other words this young people's station has found its place in the Flemish TV landscape alongside TMF and MTV. Public broadcasting (TV1 and Canvas) is not a genuine competitor, with no advertising apart from a small level of sponsoring.

The advertising market evolved favourably for the VMM stations. Looking at the various TV stations, we observe an advance for VMMtv in the January-November period. Within VMMtv we note a slight shift in investments from KANAALTWEE to VTM.

Flanders' five largest TV stations (VTM, KANAALTWEE, VT4, TV1 and CANVAS/KETNET) have together grown by +6%. VTM remains the largest grower in absolute terms, with +19.9m or 7% growth.

Radio

2002 was Q-Music's first full year. After acquiring its licence and going on the air on 12 November 2001, the arduous task began of conquering Flanders' listeners and breaking the VRT monopoly.



2002 was a start-up year for Q-Music. The first months were taken up with extending the transmitting equipment. Listeners in the province of Limburg in particular had to wait until the end of March before being able to listen to Q-Music with a reasonable level of comfort. And only in May was Q-Music available on cable right across Flanders.

Despite this initially incomplete coverage Q-Music proved an immediate hit with listeners, with recognition rising to 90% in its target group. Internal research showed a total reach of over 40% within a few months in the primary target group of 18-44 year-olds in the higher social groups. Q-Music appeared also from the outset to be very selectively directed at the pre-defined target groups. ■■■

■ ■ ■ The basic goal remains however to produce professional radio with good radio voices and nothing but good music for active adults.

Despite the less favourable economic climate and aggressive discounting by the VRT radio stations, VMM's advertising income rose from EUR 2.2 million in 2001 to EUR 4.3 million in 2002.

This doubling is due entirely to Q-Music. Advertising spend at Q-Music alone amounted to EUR 3.5 million.

For over 10 years disagreement reigned on how to organise an objective listener survey in Belgium. During all these years two studies were implemented in parallel, Radiometrie by IP and Radioscan by VAR and RMB. In 2001 agreement was finally reached on producing a single radio survey within the CIM structure.

2002 was an important year for radio in general. Finally there was to be a single study showing the value of the various radio stations, with the temperature in the radio landscape measured twice yearly.

Fieldwork for the first CIM Radio Study lasted from 30 March to 7 July 2002, during which telephone-recruited respondents were asked to keep a three-week diary of

their listening behaviour. These data were processed by the INRA research office, with the first figures finally published at the start of October. These showed Radio 2 to be the largest radio in Flanders with a market share of 34.8%, followed by Radio Donna with 29.6%, and then, at a greater distance, by Radio 1 (11.3%), Studio Brussel (5.9%), and in 5th place, Q-Music. Not to be forgotten is that at the time of measurement Q-Music had been on the air for just half a year.

The continuing unfavourable macro-economic context was in 2002 again unable to halt the further expansion and earnings improvement at Vlaamse Media Maatschappij. Earnings were again substantially better than in previous financial years, and served to further solidify the company's financial position.

Regional TV

In 2002 Roularta finally found a solution to the problem of the regional TV broadcasters. In West Flanders a new joint venture was created (RMM, Regionale Media Maatschappij) held 50% by Roularta and 50% by **Focus TV** and **WTV**, the two non-profit licence holders.

Since September 2002 the two TV broadcasters have been housed together in a new location in Roeselare, offering optimal synergies in terms of advertising acqui-



VMM: VTM - KANAALTWEE - JIMtv - Q-Music

sition and promotion and production facilities. Since then RMM has become a profitable operating company.

In East Flanders Roularta provides a complete advertising sales service for AVS and a non-local advertising service for Kanaal 3. In Brabant Roularta continues to manage advertising for Ring TV. Instead of being responsible for the operating figures of the East Flanders and Brabant stations, Roularta continues to manage their advertising, but on a commission basis.

In the meantime Flanders' regional stations are continuing to expand their viewing audiences. Gradually more and more local authorities, cities, municipalities and provinces are ready to make use of this unique communication channel and to invest in communication budgets.

Under a protocol signed with the regional TV stations, the Flemish government now guarantees a minimum advertising investment of EUR 1.8 million a year. This is still a drop in the bucket (around EUR 150,000 net per broadcaster) in relation to the total operating budgets of local news stations. The West Flemish stations (Focus and WTV) have an operating budget of over EUR 5 million, covering a complete daily news programme, over 15 different reports on average every day, a weekend lifestyle programme, a weekend programme of provincial news and a growing number of additional sports and cultural programmes.

In 2003 an inter-regional project has started up with European support: No Télé from Western Hainaut, C9 from Lille and WTV from Southern Flanders are together producing three programmes, the culture programme P.u.l.s, the socio-economic programme Transit and the

'border cases' project ('Grensleven' 'La vie quotidienne' is not a full programme as such, but a lively and attractive individual newscast item).

National advertising for the regional TV stations is provided by **RTVM**, a regional advertising sales office, now owned by the four Flemish press companies involved in regional television: Roularta, De Persgroep, Concentra and, starting in 2003, VUM.

Prospects for obtaining national advertising for these stations look good, as national advertisers are becoming increasingly interested in the cumulative reach of regional TV, which reaches 25% of the viewing public on a daily basis, and no less than 60% on a weekly basis.

The audiometrics figures, used in the first place for the national stations, confirm this cumulative reach, which was already revealed by the specific telephone surveys which have been organised for several years with the help of the TNS research office.

Kanaal Z/Canal Z

In the course of 2002 Roularta and Uitgeversbedrijf Tijd have each forgiven EUR 4 million of current account debts. At the same time Roularta has acquired 100% of the shares of Belgian Business Television NV.

Kanaal Z/Canal Z is largely dependent on advertising income from the financial, IT and consultancy sectors. Like the financial-economic newspapers and the weeklies, the station has passed through a difficult period. In October a rescue operation was undertaken, with a series of listed Belgian companies declaring themselves ready to sign a one-year contract for communication via the station in 2003. This solid basis should enable ■■■



Focus TV - WTV

■■■ Kanaal Z/Canal Z to achieve break-even in 2003, thanks both to the listed companies and to spending by advertisers interested in the stations' very attractive target group.

From now on Kanaal Z/Canal Z's advertising is managed by Roularta Media, with a new multimedia approach combining print media (Trends, Cash!, Industrie and Bizz), TV (Kanaal Z/Canal Z) and internet (Trends.be, Cash.be, KanaalZ.be) to give an ideal media mix for optimal response.

Kanaal Z/Canal Z now reaches over 300,000 viewers on a daily basis and 600,000 on a cumulative weekly basis. This demonstrates that an open broadcaster with a varied news programme that can be viewed at any time of the day already reaches a broad audience. This makes Kanaal Z/Canal Z an excellent medium, not only for financial-economic reports, and for business to business campaigns, but also for advertising for higher quality lifestyle products.

The station's commercial policy has been adapted accordingly: globally advertising rates have fallen by 30%, with particularly attractive package deals in the various sectors.

Editorial synergy has also been sought with the journalist teams of Trends and Trends/Tendances, Knack and Le Vif/L'Express, Bizz and Industrie Magazine.

At the marketing and promotional level too, the goal is perfect interaction between print and audiovisual media.

Optical Discs

Vogue Trading Video (66.66% RMG) is a production company offering a fully integrated package of services for the audiovisual market. All audiovisual media carriers such as VHS, CD Audio and Rom and DVD Video, Rom and Audio are replicated in both small and large series, printed and provided with in-house prepared packaging. The Logistics department then steps in to provide customer stock management and distribution in Belgium and abroad.

The EBITDA of EUR 4.03 million achieved in 2002 represents an improvement of 21% over 2001 in an economically difficult market environment. In 2003 turnover is expected to increase with the steady growth of the DVD format.



Kanaal Z/Canal Z - VTV

EUR 3 million is being invested in 2003 to upgrade and double DVD production capacity (to 17 million copies a year).

Roularta Printing

Since July 2002, **Roularta Printing** has once become an independent printer, following the demerger out of the Mercator Printing Group. Since then printing has again contributed positively to group earnings.

Roularta Printing's offset magazine press department produces all the group's own magazines, together with a large number of periodical publications for Belgian customers and for the Dutch, French and English markets.

Roularta Printing also has three newspaper press units equipped with ovens for high quality heatset printing. This unique configuration makes it possible to produce newspapers and magazines with up to 64 full-colour pages in large magazine or tabloid format. This department prints the various De Streekkrant and De Zondag editions and, specifically on satinated paper, Steps, Style and, for the French market, City's and A Nous Paris, the magazine of the Forum des Halles, etc. Roularta Printing is operating at very high capacity.

Since July 2002, Roularta Printing has been owned 76% by Roularta and 24% by Concentra.

New Media

The Knack and Trends news and community sites

Roularta Media Group is using its two most presti-

gious banners as an umbrella for all its journalistic initiatives on the internet. **Knack.be** and **Trends.be** are providing increasing interactivity between journalists and readers. The magazine article presents the news and background information in tight, accessible narrative language. The journalist refers the reader to the site for further information about the topic being treated in his article. The magazine article presents the news and background information in tight, accessible narrative language. Readers whose curiosity has been aroused and want to know more can then find additional documentation via the site: with links to other articles and archives, complete legislation, other texts, etc.

Also grouped under the Knack.be and Trends.be portal are the community sites. Het.beleggers.net is a well-visited and profitable site, and serves as a model for other target-group directed initiatives like het.gastronomen.net and het.reiswijzer.net. These sites are also developed by the separate editing team which has access to RMG's journalist network and can set up links to the group's databases, archives, directories and guides. The editorial teams are experimenting with new forms of reader interactivity through surveys, debates and a comments forum.

Knack and Trends subscribers can now access their magazines' archives right up to the current week, paying for this service a separate fee of EUR 60 (21% VAT included). The development and journalistic costs of these content sites are borne by the Knack and Trends editorial budgets. ■ ■ ■



Roularta Printing - New Media

■■■ VMM on Internet

JIMtv and **Q-Music** are striving for optimal interaction between screen and internet. The webmaster and final director are working together so that information on the site can be screened on TV without problems and vice versa.

Roularta Seminars

Roularta Seminars grew further in 2002 into a healthy business. The monthly rendezvous for Trends readers (Dutch and French speaking) are a success and the thematic seminars are models of professional organisation and communication.

Roularta Seminars is extending its network of partnerships, offering Roularta's optimal media communications facilities as additional guarantee for the success of its partners' events.

The first Trends CEO Summit was successfully organised in 2002.

JIMtv - Roularta Seminars - Roularta Books - AR-Media - Editop - Hippos Vademecum

Books

Roularta Books develops initiatives in synergy with the various group media. All book initiatives serve to promote and support RMG's brand names and provide a real service to readers, listeners and viewers.

Roularta Books also distributes the books of Dutch publisher Cossee in Belgium.

The **Media Club** (books, CD, DVD and multimedia), offered as a reader service, makes optimal use of the various RMG channels, also of the various traffic-promoting websites, and helps increase customer loyalty.

AR-Media (50% RMG) publishes annuals in the two fields of human resources and of building and renovation.

Editop (50% RMG) achieved attractive sales and earnings growth with its Trends Top 30,000, a combination of directory, CD-Rom and a website which is visited increasing via the trends.be and other sites.

Hippos Vademecum (52 % RMG) started business in 2001 by publishing the first guide for Belgium's horse-owning community. A first edition was published in the Netherlands in 2002. ■



Global outlook

For 2003 Roularta expects the advertising market to remain weak, given general economic conditions.

In the course of 2002 structural solutions were found for the printing business and for regional TV, which will no longer drag down earning in 2003. The Kanaal Z/ Canal Z business TV station was rescued and represents for Roularta a new challenge of achieving a multimedia approach to both advertising acquisition and journalistic collaboration. In any event this means teaching business advertisers to use TV as a communication medium. Major annual contracts with a series of listed and other major enterprises provide a solid basis for further growth.

In the meantime the group has been implementing a cautious policy of foreign expansion through acquisitions of magazines. These are grouped into niche clusters, in which the resulting synergy ensures positive contributions to group earnings. The first market to be looked at was France, given Roularta's many years' experience in this field and the geographical proximity.

The fact that Roularta has four cornerstones of roughly equal strength (25% freesheets, 25% magazines, 25% TV activities and 25% industrial activities) gives it a solid structure on which to stand firm in difficult times.

In this case a difficult period in a particular sector is offset by other sectors in which things are looking up. In economically hard times advertisers move away from image campaigns, but increase their promotional and tactical advertising, in part through local freesheets.

A slight decline in business to business advertising in 2002 was offset by the lifestyle market. In 2003 the situation appears to have reversed, with a falling life style market compensated by a upturn in business to business.

The printed media sector can look forward to lower raw materials prices with newsprint prices down around 10%. Magazine paper too is becoming cheaper as the difficult economic situation reduces paper consumption worldwide.

Overall, 2003 is set to be a good year for Roularta, following the structural changes in the printing and regional TV activities, and with tight cost control cushioning temporary slackness in the advertising market. ■

RMG is working further on building its multi-media future. Both in Belgium and abroad.

Until now our growth has come from a constant stream of self-generated initiatives.

Since the 1950s Roularta has launched itself most of the weekly newspapers in the De Streekkrant group, as well as the new De Zondag press phenomenon, has created the various Belgian news magazines and a series of specific niche magazines, and has provided much of the initiative for launching TV stations VTM, KANAALTWEE, JIMtv, Kanaal Z/Canal Z and the first regional TV stations in Dutch-speaking Belgium.

Growth has not come from take-overs or mergers.

Roularta is the fruit of the initiatives of a team of enthusiastic people, all of them creative and enterprising in their own fields.

In 2003 Roularta is beginning a cautious expansion policy outside Belgium, acquiring publications in niche clusters which are offering earnings synergy.





Financial

information

Consolidated annual accounts

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Annual report

of the board of directors

to the ordinary General Meeting of shareholders of 20 May 2003 concerning the consolidated annual statement of accounts for the year ending on 31 December 2002

Dear Shareholders,

We are pleased to report to you, pursuant to Article 119 of the Companies' Code, on the activities of our company as a consolidated whole and on our management during the past financial year, ending on 31 December 2002.

Commentary on the consolidated annual accounts

The consolidated annual accounts have been drawn up pursuant to the Royal Decree of 30 January 2001, in implementation of the Companies' Code and in accordance with the particular legal and regulatory provisions that apply to the company.

The annual accounts offer you a general overview of our group's activities and of the results achieved.

Balance sheet

Assets

Formation expenses

This heading consists primarily of the unamortised formation expenses of Idéat Editions SA (EUR 0.08m). The costs of the stock market introduction were fully amortised by 31 December 2002.

Intangible fixed assets

Intangible fixed assets consist primarily of software licences, publication titles and goodwill.

Positive consolidation differences

This heading contains the consolidation goodwill on fully and proportionally consolidated enterprises. These goodwill items are amortised variously over 5, 10 and 20

years. Solely the consolidation goodwill relating to the participating interest in Vlaamse Media Maatschappij NV is being amortised over 20 years. Starting in 2002 goodwill on participating interests in titles offering long-term prospects is being amortised over 10 years.

The evolution of positive consolidation differences in 2002 reflects a combination of factors:

- growth in goodwill with the investment in new participating interests (Tam-Tam, Drukkerij Leysen, PV Editions);
- increase in the holding in Paratel NV;
- regular amortisation during the year and the write-off of the goodwill of Mercator Printing Group NV following its liquidation.

Tangible fixed assets

The heading 'Land and buildings' includes investments in the Brussels Media Centre, the Roularta Media Group NV administrative buildings at Roeselare and Zellik, the Vlaamse Media Maatschappij NV buildings and in the production buildings of Roularta Printing NV in Roeselare and of Vogue Trading Video NV in Kuurne.

The heading 'Plant, machinery and equipment' relates to the prepress and printing activities, to investments in CD and DVD replication equipment, and in audiovisual equipment for the TV and radio activities.

The heading 'Furniture and vehicles' consists primarily of office furniture and data processing equipment acquired by all Roularta group companies.

The leased assets consist mainly of printing machinery and audio-visual installations.

In 2002, Roularta invested EUR 11.8m in tangible fixed assets, of which EUR 3m in the Printed Media division, EUR 2.7m in the TV & Radio division and EUR

6.1m in the Industrial Production Division. Annual depreciation on tangible fixed assets amounted to EUR 15.7m.

Financial fixed assets

The enterprises accounted for using the equity method are Vacature CVBA, A Nous Paris SA and Plopsaland NV. This means that they are taken into the consolidated accounts at the group's share in their net worth as it stood at 31.12.2002.

The 'financial assets – other enterprises' heading contains enterprises that are not included in the category of affiliated enterprises.

EUR 3.7m of the related 'amounts receivable' heading consists of the non-eliminated proportional share of amounts receivable from proportionally consolidated companies.

Stocks and contracts in progress

The consolidated stocks consist mainly of broadcasting rights (films, TV series, documentaries) held by Vlaamse Media Maatschappij NV, and which are included in the consolidation in an amount of EUR 44.4m. This heading also includes the stocks of paper, ink, chemicals and other consumables for the printing and for the DVD and CD replication activities.

Amounts receivable within one year

The trade receivables at 31.12.2002 amount to EUR 129.9m or 37.62% of the balance sheet total. The increase compared with last year relates to the demerging of Mercator Printing Group NV and is temporary in nature.

Cash investments

This heading contains 243,048 own shares that the company held on 31.12.2002. Shares earmarked for employee stock option plans have been valued at the option exercise price. The remaining shares have been valued at acquisition cost, given that this is lower than the closing price on the balance sheet date.

The other investments are short-term investments of cash surpluses.

Liabilities

Capital and Reserves

The consolidated capital of EUR 112,138,000.00 consists of the capital of Roularta Media Group NV, which is represented by 9,589,029 shares. Capital has changed since the consolidated balance sheet on 31.12.2001. It has been increased by EUR 394,336.32 by deed of public notary as a result of the exercise of warrants, and again by EUR 663.68 by incorporation of reserves available for distribution.

The revaluation surplus that came into being when Mercator Printing Group NV was set up in 2000, and which related to the tangible fixed assets of Roularta Printing NV, was cancelled in 2002 with the demerger of Mercator Printing Group NV. This had the effect of reducing capital and reserves by a net figure of EUR 18.8m, given the previously recorded amortisation of EUR 10.4m which is now included in reserves.

Minority interests

This heading now includes 24.34% of Roularta Printing NV and 59.2% of Zeeuws Vlaams Mediabedrijf BV.

Provisions, deferred tax and latent taxation liabilities

Provisions have fallen with the deconsolidation of Mercator Printing Group NV and the transfer to amounts payable of a portion of the provisions for various disputes.

Amounts payable after more than one year

The consolidated amounts payable after more than one year consist primarily of leasing debts of Roularta Printing NV (EUR 0.8m) and Regionale Media Maatschappij (EUR 0.3m), financial debts to credit institutions of Roularta Printing NV (EUR 3.3m), Roularta Media Group NV (EUR 4.3m) and Vlaamse Media Maatschappij NV (EUR 6.3m), and trade debts of Vlaamse Media Maatschappij (EUR 1.1 m).

Amounts payable within one year

Consolidated trade debts due within one year on 31.12.2002 were EUR 101.5 million or 29.41% of the balance sheet total.

The consolidated other amounts payable within one year consist primarily of dividends of EUR 3.7 payable by Roularta Media Group NV and a EUR 3.1m contribution payable by Roularta Media Group NV to the liquidation of Mercator Printing Group NV.

Income statement

Operating income

15% of the consolidated turnover was produced outside Belgium.

Under 'advertising – magazines', Vacature is responsible for a turnover reduction of EUR 5.4m compared with 2001. Magazine advertising, excluding Vacature, fell by 3.7% compared with 2001.

The increase in TV and radio advertising is due to rising turnover at VMM's TV and radio stations. ■■■

Consolidated turnover has evolved as follows:

	2002	2001	Change in %
Advertising – free local newspapers	93,105	94,843	-1.83
Advertising – newspapers	4,391	4,467	-1.70
Advertising – magazines (incl. Vacature)	60,821	68,377	-11.05
Subscriptions and newsstand sales	52,124	49,413	+5.49
Advertising – TV and radio	110,838	108,698	+1.97
CD & DVD replication	27,658	25,858	+6.96
Contract prepress and printing	48,929	64,787	-24.48
Services	26,052	22,142	+17.66
Consolidated turnover	423,918	438,585	-3.34

■ ■ ■ The fall in contract prepress and printing is explained, in the first half of 2002, by the reduction of our participation in Mercator Printing Group NV from 39.15% to 33.33%. In the second half, Roularta Printing NV was included in full in consolidated turnover. The fact that Roularta Printing NV undertakes less third party printing negatively impacts consolidated turnover.

The higher services turnover is due mainly to the charging through of paper costs by Roularta Media Group to its subsidiary Mercator Printing Group in the first half of 2002, and to higher turnover at Paratel NV, in which Roularta Media Group increased its holding from 25% to 50% as on 1 July 2002.

Operating charges

Operating charges fell compared with 2001, owing among other things to lower paper prices, a lesser number of pages printed and to cost savings. Wage costs have risen by 3.5%, despite a 3.2% decrease in headcount, reflecting the combined effect of an indexed pay rise, staff reductions at NV Mercator Printing Group (following its liquidation) and additional recruitment at NV Vlaamse Media Maatschappij.

Operating profit

Operating profit rose by 66.4% from EUR 16.5m to EUR 27.5m, increasing the EBIT margin from 3.8% to 6.5%.

Financial income and charges

Net financial charges reduced owing, among other things, to favourable currency translation differences at Vlaamse Media Maatschappij NV and the reversal of the

reduction in value on own shares at Roularta Media Group NV.

Extraordinary income and charges

Extraordinary items were heavily impacted by the cost of liquidating NV Mercator Printing Group and the writing off in full of the remaining consolidation goodwill of Mercator Printing Group NV, Belgian Business Television NV and Focus Televisie NV.

Income taxes

The high tax pressure is due to the group structure, which does not permit offsetting between profitable activities and the launch losses incurred in a number of joint ventures.

Outlook

For 2003 the board expects the advertising market to remain weak, given general economic conditions.

In 2003 the board will be consolidating the cost-saving measures introduced in 2002, in order to increase general productivity.

In the meantime the group has begun a policy of cautious expansion outside Belgium, with acquisitions of magazines to form niche clusters offering opportunities for earnings synergy. The first market being looked at is France, given Roularta's many years' experience in this field and the geographical proximity.

Important events after the end of the financial year

In early 2003 RMG took over French company

Aguesseau Communication. In the context of this acquisition Roularta Media Group concluded agreements with Groupe Express-Expansion and Idéat Editions. Two new magazine clusters will be formed together with these two partners. The first consists of a group of five titles around the 'homes' theme. This first cluster will be published by a joint venture between Roularta Media Group (50%) and the Express-Expansion group (50%), which is contributing two titles to this joint venture. A second cluster is dedicated to Lifestyle, and will be published by our existing joint venture Idéat Editions (50% RMG).

On 4 March 2003 SA Belgomedia (50% RMG) increased its capital by EUR 8m. Following this SA Belgomedia subscribed a EUR 10.5m capital increase by its subsidiary Senior Publications Deutschland GmbH & Co KG. Following this Senior Publications Deutschland repaid the EUR 4.1m loan owed to Roularta Media Group.

In early 2003 De Streekkrant-De Weekkrantgroep NV acquired all the shares of Bvba Safe Publi, which publishes the freesheet Wetthra in the region of Wetteren and Merelbeke.

Information about circumstances that could significantly affect the company's development

We do not anticipate any particular circumstances that could significantly influence the future development of our company.

Research and development

No research and development was carried out during 2002. ■

*Roeselare, 19 March 2003
The Board of Directors*



Consolidated annual accounts

[CONSOLIDATED ANNUAL ACCOUNTS]

1. Consolidated balance sheet after appropriation

ASSETS in thousands of euros	2002	2001
FIXED ASSETS	112,857	150,880
I. FORMATION EXPENSES	89	1,361
II. INTANGIBLE ASSETS	14,140	12,382
III. POSITIVE CONSOLIDATION DIFFERENCES	42,115	47,269
IV. TANGIBLE ASSETS	49,197	82,525
A. Land and buildings	31,471	35,929
B. Plant, machinery and equipment	12,021	38,820
C. Furniture and vehicles	3,376	4,568
D. Leasing and other similar rights	1,903	2,736
E. Other tangible assets	387	344
F. Assets under construction and advance payments	39	128
V. FINANCIAL ASSETS	7,316	7,343
A. Companies accounted for using the equity method	1,724	2,340
1. Participating interests	1,495	2,111
2. Amounts receivable	229	229
B. Other enterprises	5,592	5,003
1. Participating interests and shares	803	800
2. Amounts receivable	4,789	4,203
CURRENT ASSETS	232,383	203,800
VI. AMOUNTS RECEIVABLE AFTER MORE THAN ONE YEAR	744	367
A. Trade debtors	638	332
B. Other amounts receivable	106	35
VII. STOCKS AND CONTRACTS IN PROGRESS	50,422	45,000
A. Stocks	50,364	44,110
B. Contracts in progress	58	890
VIII. AMOUNTS RECEIVABLE WITHIN ONE YEAR	142,573	133,868
A. Trade debtors	129,886	120,864
B. Other amounts receivable	12,687	13,004
IX. INVESTMENTS	14,155	5,744
A. Own shares	4,958	2,566
B. Other investments and deposits	9,197	3,178
X. CASH AT BANK AND IN HAND	20,639	15,262
XI. DEFERRED CHARGES AND ACCRUED INCOME	3,850	3,559
TOTAL ASSETS	345,240	354,680

Consolidated **annual accounts**

LIABILITIES in thousands of euros	2002	2001
CAPITAL AND RESERVES	122,910	142,012
I. CAPITAL	112,138	111,743
A. Issued capital	112,138	111,743
II. SHARE PREMIUM ACCOUNT	308	309
III. REVALUATION SURPLUSES	0	29,224
IV. CONSOLIDATED RESERVES	9,613	-267
V. NEGATIVE CONSOLIDATION DIFFERENCES	356	571
VI. TRANSLATION DIFFERENCES	123	71
VII. INVESTMENT GRANTS	372	361
MINORITY INTERESTS	9,229	5,190
PROVISIONS, DEFERRED TAX AND LATENT TAXATION LIABILITIES	4,536	8,413
IX. A. Provisions for liabilities and charges	3,903	6,952
1. Pensions and similar obligations	740	903
2. Taxation	43	62
4. Other liabilities and charges	3,120	5,987
B. Deferred tax and latent taxation liabilities	633	1,461
CREDITORS	208,565	199,065
X. AMOUNTS PAYABLE AFTER MORE THAN ONE YEAR	19,870	22,055
A. Financial debts	18,162	21,416
1. Subordinated loans	0	728
3. Leasing and other similar obligations	1,275	274
4. Credit institutions	15,416	19,906
5. Other loans	1,471	508
B. Trade debts	1,090	620
1. Suppliers	1,090	620
D. Other amounts payable	618	19
XI. AMOUNTS PAYABLE WITHIN ONE YEAR	185,851	174,889
A. Current portion of amounts payable after one year	6,221	6,328
B. Financial debts	24,723	27,923
1. Credit institutions	24,651	27,923
2. Other loans	72	0
C. Trade debts	101,536	100,219
1. Suppliers	100,562	98,497
2. Bills of exchange payable	974	1,722
D. Advances received on contracts in progress	15,000	14,099
E. Amounts payable regarding taxes, remuneration and social security	27,753	21,361
1. Taxes	4,891	6,103
2. Remuneration and social security	22,862	15,258
F. Other amounts payable	10,618	4,959
XII. ACCRUED CHARGES AND DEFERRED INCOME	2,844	2,121
TOTAL LIABILITIES	345,240	354,680

2. Consolidated income statement

INCOME STATEMENT	in thousands of euros	2002	2001
I. OPERATING INCOME		440,450	455,479
A. Turnover		423,918	438,585
B. Increase; decrease in stocks of finished goods, work and contracts in progress		-11	-168
C. Fixed assets - own construction		0	1,266
D. Other operating income		16,543	15,796
II. OPERATING CHARGES		-412,959	-438,958
A. Raw materials, consumables and goods for resale		166,070	186,758
1. Purchases		173,202	184,609
2. Increase; decrease in stocks		-7,132	2,149
B. Services and other goods		123,902	129,021
C. Remuneration, social security costs and pensions		99,513	96,174
D. Depreciation of and other amounts written off formation expenses, intangible and tangible fixed assets		19,611	21,831
E. Increase; decrease in amounts written off stocks, contracts in progress and trade debtors		658	789
F. Increase; decrease in provisions for liabilities and charges		-924	592
G. Other operating charges		4,129	3,793
III. OPERATING PROFIT		27,491	16,521
IV. FINANCIAL INCOME		3,350	2,852
A. Income from financial fixed assets		387	446
B. Income from current assets		800	788
C. Other financial income		2,163	1,618
V. FINANCIAL CHARGES		-11,572	-12,424
A. Interests and other debt charges		3,060	3,504
B. Amounts written on positive consolidation differences		6,483	6,069
C. Increase; decrease in amounts written off current assets other than those mentioned under II. E		-710	692
D. Other financial charges		2,739	2,159
VI. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION		19,269	6,949
VII. EXTRAORDINARY INCOME		3,912	4,195
A. Adjustments to depreciation of and to other amounts written off intangible and tangible fixed assets		10	211
C. Adjustments to amounts written off financial fixed assets		518	177
D. Adjustments to provisions for extraordinary liabilities and charges		1,137	0
E. Gain on disposal of fixed assets		1,868	3,716
F. Other extraordinary income		379	91

[CONSOLIDATED ANNUAL ACCOUNTS]

INCOME STATEMENT	in thousands of euros	2002	2001
VIII. EXTRAORDINARY CHARGES		-8,477	-7,316
A. Extraordinary depreciation of and amounts written off formation expenses, intangible and tangible fixed assets		425	558
B. Extraordinary amounts written on positive consolidation differences		3,062	0
C. Amounts written off financial fixed assets		766	128
D. Provisions for extraordinary liabilities and charges		47	1,873
E. Loss on disposal of fixed assets		1,112	2,250
F. Other extraordinary charges		3,065	2,507
IX. PROFIT FOR THE FINANCIAL PERIOD BEFORE TAXATION		14,704	3,828
X. A. Transfer from deferred tax and latent taxation liabilities		164	301
B. Transfer to deferred tax and latent taxation liabilities		-75	-114
XI. INCOME TAXES		-11,712	-9,804
A. Income taxes		-11,734	-9,827
B. Adjustment of income taxes and write-back of tax provisions		22	23
XII. PROFIT FOR THE FINANCIAL PERIOD LOSS FOR THE FINANCIAL PERIOD		3,081	-5,789
XIII. SHARE IN THE RESULT OF THE ENTERPRISES ACCOUNTED FOR USING THE EQUITY METHOD		-87	-1,156
B. Losses		-87	-1,156
XIV. CONSOLIDATED PROFIT CONSOLIDATED LOSS		2,994	-6,945
A. Share of third parties		-184	-158
B. Share of the group		3,178	-6,787

3. Notes on the consolidated annual accounts

I. List of the consolidated subsidiary companies and companies included using the equity method

Name, full address of the registered office and for companies governed by Belgian law, the V.A.T.- or national number	Method used	Proportion of capital held (in %)	Change of percentage of capital held (as compared to the previous period)
	(1) (2)	(3)	(4)
ROULARTA MEDIA GROUP NV Meiboomlaan 33 8800 Roeselare (Belgium) BE 434.278.896	F	100.00	0.00
BELGIAN BUSINESS TELEVISION NV Raketstraat 50 1130 Brussel 13 (Belgium) BE 461.874.705	F *	100.00	50.00
FOCUS TELEVISIE NV Meiboomlaan 33 8800 Roeselare (Belgium) BE 448.906.892	F *	100.00	50.00
NEWSCO NV Raketstraat 50 Bus 12 1130 Brussel 13 (Belgium) BE 439.844.223	F	100.00	0.00
PV EDITIONS SAS 5, Boulevard Ney 75018 Paris (France)	F	100.00	100.00
REGIE DE WEEKKRANT NV Meiboomlaan 33 8800 Roeselare (Belgium) BE 471.891.241	F	100.00	0.00
ROULARTA BOOKS NV Raketstraat 50 1130 Brussel 13 (Belgium) BE 433.233.969	F	100.00	0.00
ROULARTA IT-SOLUTIONS NV Meiboomlaan 33 8800 Roeselare (Belgium) BE 471.894.409	F	100.00	0.00
ROULARTA MANAGEMENT NV Meiboomlaan 33 8800 Roeselare (Belgium) BE 479.176.139	F	100.00	100.00

SPORTMAGAZINE NV Raketstraat 50 Bus 5 1130 Brussel 13 (Belgium) BE 420.273.482	F	100.00	0.00
STYLE MAGAZINE BV Smederijstraat 2 4814 DB Breda (The Netherlands)	F	100.00	0.00
TRENDS MAGAZINE NV Raketstraat 50 Bus 4 1130 Brussel 13 (Belgium) BE 422.389.072	F	100.00	0.00
VLAAMSE TIJDSCHRIFTEN UITGEVERIJ NV Raketstraat 50 Bus 2 1130 Brussel 13 (Belgium) BE 420.260.517	F	100.00	0.00
WEST-VLAAMSE MEDIA GROEP NV Meiboomlaan 33 8800 Roeselare (Belgium) BE 434.259.496	F	100.00	0.00
DE STREEKKRANT - DE WEEKKRANTGROEP NV Meiboomlaan 33 8800 Roeselare (Belgium) BE 462.032.378	F	80.00	0.00
DRUKKERIJ LEYSEN NV Consciencestraat 9 2800 Mechelen (Belgium) BE 432.222.694	F	80.00	80.00
OOST-VLAAMSE MEDIA GROEP NV Meiboomlaan 33 8800 Roeselare (Belgium) BE 419.120.172	F	80.00	0.00
TAM-TAM NV Natiënlaan 53 8300 Knokke-Heist (Belgium) BE 434.213.867	F	80.00	80.00
ROULARTA PRINTING NV Meiboomlaan 33 8800 Roeselare (Belgium) BE 468.667.871	F *	75.66	36.51
DE VASTGOEDMAKELAAR NV Meiboomlaan 33 8800 Roeselare (Belgium) BE 472.234.107	F	70.75	9.24
VOGUE TRADING VIDEO NV P. Verhaegestraat 8 8520 Kuurne (Belgium) BE 430.655.551	F	66.67	0.00





HIPPOS VADEMECUM NV Baron Ruzettelaan 27-29 8310 Brugge (Belgium) BE 474.565.570	F	52.00	0.00
ZEEUWS VLAAMS MEDIABEDRIJF BV Axelsestraat 16 4537 AK Terneuzen (The Netherlands)	F	40.80	40.80
ACADEMICI ROULARTA MEDIA NV Londenstraat 20-22 2000 Antwerpen 1 (Belgium) BE 451.763.939	P	50.00	0.00
BAND A PART SARL 15, rue Traverse 93200 Saint-Denis (France)	P	50.00	0.00
BELGOMEDIA SA Rue des Grandes Rames 12 4800 Verviers (Belgium) BE 435.771.213	P	50.00	0.00
CORPORATE MEDIA SOLUTIONS NV Legeweg 2B 8490 Jabbeke (Belgium) BE 467.286.216	P	50.00	0.00
DE WOONKIJKER NV Rijnkaai 101 / Hangar 26 2000 Antwerpen (Belgium) BE 461.238.760	P	50.00	0.00
EDITOP - ROULARTA MEDICA NV de Jamblinne de Meuxplein 33 1030 Brussel 3 (Belgium) BE 439.307.258	P	50.00	0.00
EYE-D NV Legeweg 2B 8490 Jabbeke (Belgium) BE 428.610.930	P	50.00	0.00
FOLLOW THE GUIDE NV Londenstraat 20-22 2000 Antwerpen 1 (Belgium) BE 463.229.042	P	50.00	0.00
GRIEG MEDIA AS Valkendorfs gate 1A 5012 Bergen (Norway)	P	50.00	0.00
HIMALAYA NV Kerkplein 24 Bus 7 1930 Zaventem (Belgium) BE 472.725.738	P	50.00	0.00

IDEAT EDITIONS SA 12-14, rue Jules César 75012 Paris (France)	P	50.00	0.00
LE VIF MAGAZINE SA Rue de la Fusée 50 Boîte 6 1130 Bruxelles 13 (Belgium) BE 423.269.792	P	50.00	0.00
PARATEL NV Medialaan 1 1800 Vilvoorde (Belgium) BE 452.588.043	P	50.00	24.50
PROMOTHEUS INCORPORATED NV Meiboomlaan 33 8800 Roeselare (Belgium) BE 450.929.244	P	50.00	0.00
PUBLINDUS NV de Jamblinne de Meuxplein 33 1030 Brussel 3 (Belgium) BE 439.307.159	P	50.00	0.00
REGIONALE MEDIA MAATSCHAPPIJ NV Accent Business Park Kwadestraat 151 B 8800 Roeselare (Belgium) BE 475.952.274	P	50.00	0.00
SENIOR PUBLICATIONS SA Rue de la Fusée 50 Boîte 10 1130 Bruxelles 13 (Belgium) BE 432.176.174	P	50.00	0.00
SENIOR PUBLICATIONS DEUTSCHLAND GMBH & KO KG Brüsselerstrasse 21 50674 Köln (Germany)	P	50.00	0.00
SENIOR PUBLICATIONS NEDERLAND BV Olmenlaan 8 1404 DG Bussum (The Netherlands)	P	50.00	0.00
SENIOR PUBLICATIONS VERWALTUNGS GMBH Lütticher Strasse 1 - 3 50674 Köln (Germany)	P	50.00	0.00
STUDIO PRESS SAS 4, rue Marcel Sembat 93401 Saint-Ouen (France)	P	50.00	0.00
STUDIO PRESS LTD The Offices Business Center, Glaston Road Uppingham, Rutland (UK)	P	50.00	0.00
TOP CONSULT SA Rue de la Fusée 50 1130 Bruxelles 13 (Belgium) BE 433.558.425	P	50.00	0.00





TOTAL MUSIC SARL 151, rue Blomet 75015 Paris (France)	P	50.00	0.00
VLAAMSE MEDIA MAATSCHAPPIJ NV Medialaan 1 1800 Vilvoorde (Belgium) BE 432.306.234	P	50.00	0.00
TURNKEY NV Legeweg 2B 8490 Jabbeke (Belgium) BE 463.345.244	P	45.00	0.00
PUBLIREGIOES LDA Rua Duque de Palmela 37 - 2 dt 1100 Lisboa (Portugal)	P	40.00	0.00
REGIONALE TV MEDIA NV Research Park - De Haak 1731 Zellik (Belgium) BE 448.708.637	P	33.33	0.00
A NOUS PARIS SA 10, avenue de la Grande Armée 75017 Paris (France)	E1	30.00	0.00
PLOPSALAND NV De Pannelaan 68 8660 Adinkerke (Belgium) BE 466.400.051	E1	25.00	0.00
VACATURE CVBA Pontbeekstraat 4 1702 Groot-Bijgaarden (Belgium) BE 457.366.183	E1	25.00	0.00

(1) F = full consolidation

P = proportional consolidation

E1 = associated company accounted for using the equity method

(2) If a change in the percentage of the proportion of capital held entails a change in the accounting method for inclusion in the consolidated accounts, the new method will be followed by an asterisk.

(3) Proportion of capital of those enterprises being held by the enterprises included in the consolidated accounts and persons acting in their own names but on behalf of these enterprises.

(4) If the composition of the consolidated aggregate is characterized by a significant change of this percentage during this period, additional information is provided in statement V.

II. List of subsidiary companies exclusively or jointly controlled not included and associated enterprises accounted for using the equity method

Name, full address of the registered office and for enterprises governed by Belgian law, the V.A.T.- or national number	Reason of the exclusion	Share in the capital (in %)	Change of percentage of capital held (as compared to the previous period)
	(1)	(2)	(3)
REPROPRESS CVBA Paapsemlaan 22 1070 Brussel (Belgium) BE 473.030.990	A	25.00	0.00
BINDERIJGROEP ANTWERPEN NV - IN LIQUIDATION Katwilgweg 2 2050 Antwerpen (Belgium) BE 458.749.919	D	33.33	-5.82
MERCATOR PRINTING GROUP NV - IN LIQUIDATION Katwilgweg 2 2050 Antwerpen (Belgium) BE 430.375.043	D	33.33	-5.82

- (1) Reason for exclusion
A. Subordinary company of minor importance
D. Shares in the subsidiary company are held exclusively with a view of subsequent resale.
- (2) Proportion of capital of those enterprises being held by both enterprises
- (3) If the composition of the consolidated aggregate is characterized by a significant change of this percentage during this period, additional informations are provided in statement V.

III. Companies other than subsidiary companies and associated companies

The companies stated below have not been mentioned under the statements I and II of the notes. They are companies included in or excluded from consolidation holding a 10%-interest in the capital amount, either by themselves or via a person acting in his own name but on behalf of these enterprises. Those data can be omitted when they are not material in respect of the principle of a true and fair view.

Name, full address of the registered office and for enterprises governed by Belgian law, the V.A.T.- or national number	Share in the capital (in %)	Data from the most recent period for which annual accounts are available			
		Annual accounts	Currency Code	Capital and reserves	Net result
	(1)				
EUROCASINO NV Steylsstraat 119 1020 Brussel 2 (Belgium) BE 467.730.238	19.00	31-12-02	EUR	39	11
FEBELMA REGIE CVBA Paapsemlaan 22 Bus 8 1070 Brussel 7 (Belgium) BE 451.085.335	17.50	31-12-02	EUR	138	24
BEMART NV Research Park 1731 Zellik (Belgium) BE 473.653.968	11.11				

- (1) Proportion of capital held with companies which are both included in or excluded from the consolidation.
- (2) These data can be omitted when the enterprise concerned doesn't have the obligation to publish them.

V. Consolidation criteria and changes in the consolidation scope

A. Information and the criteria governing the application of full consolidation, proportional consolidation and the equity method as well as those cases in which these criteria are departed from, and justification for such departures.

- Fully-controlled subsidiaries are fully consolidated.
- Jointly controlled subsidiaries are proportionally consolidated.
- Affiliated enterprises are accounted for using the equity method.
- Subsidiaries and jointly controlled subsidiaries in liquidation are consolidated using the equity method in so far as they had a normal activity during the financial period.
- Plopsaland NV is also accounted for by the equity method.

B. Information which makes a comparison meaningful with the consolidated annual accounts of the previous financial period in case the composition of the consolidated aggregate has changed significantly in the course of the current financial period.

During 2002 the following changes occurred in the consolidation group:

Capital increase without change in participating interest in:

- Promotheus Incorporated NV
- Roularta Media Group NV
- Belgomedia SA
- Publindus NV
- Publiregioes Lda
- A Nous Paris SA

New participations in:

- Zeeuws Vlaams Mediabedrijf BV via De Streekkrant - De Weekkrantgroep NV.
- Tam-Tam NV via De Streekkrant - De Weekkrantgroep (included as from the 4th quarter 2002).
- PV Editions SAS (included as from the 4th quarter 2002).
- Drukkerij Leysen NV via De Streekkrant - De Weekkrantgroep NV (inclusion of assets and liabilities).
- Roularta Management NV (inclusion of assets and liabilities).

Additional acquisitions (increase of participating interest):

- De Vastgoedmakelaar NV via De Streekkrant - De Weekkrantgroep NV (from 61.51% to 70.75%).
- Belgian Business Television NV (from 50% to 51% in the 2nd and 3th quarter 2002; to 100% in the 4th

quarter) + change in consolidation method (from proportional to full consolidation).

- Roularta Printing NV (from 39.15% to 33.33% in the 1st quarter, to 75.66% in the 3th quarter) + change in consolidation method (from proportional to full consolidation).
- Focus Televisie NV (from 50% to 100%) + change in consolidation method (from proportional to full consolidation).
- Paratel NV via Vlaamse Media Maatschappij NV (from 25.5% to 50%).

Decrease in participating interest:

- Mercator Printing Group NV (from 39.15% to 33.33%).

Liquidations:

- Mercator Printing Group NV in liquidation (first half year of 2002: only income statement included in consolidation)
- Faciliteiten NV in liquidation.
- Roularta Medica NV in liquidation (activity, assets and liabilities were taken over by Editop-Roularta Medica NV as from 1 June 2002).

Mergers:

- Vlaamse Media Holding NV: merger with Vlaamse Media Maatschappij NV by taking over of Vlaamse Media Holding NV.
- VM & Partners NV: merger with Editop-Roularta Medica NV by taking over of VM & Partners NV.
- InvestNet CVBA: merger with Editop-Roularta Medica NV by taking over of InvestNet CVBA.

Change of name:

- Editop - Roularta Medica NV (formerly Editop NV).

Sale of participation (included in income statement until date of sale):

- IXSys NV via Publindus NV (till 01.01.2002).
- RTLZ BV via Belgian Business Television NV (till 01.01.2002).
- Scripta NV (till 31.12.2002).

Additional information concerning the deconsolidation of Mercator Printing Group NV and inclusion of Roularta Printing NV in consolidation

- On 28 June 2002 the shareholders of Mercator Printing Group NV decided to go into liquidation. The participating interests of Mercator Printing Group NV were handed over to the shareholders for 1/3 each as an advance to the liquidation.
- Afterwards shares were exchanged between RMG, Mercator Press and Concentra. Finally Roularta Media Group NV owns:

- 75.66% Roularta Printing NV
- 33.33% Mercator Printing Group NV in liquidation
- 33.33% Binderijgroep Antwerpen NV in liquidation

VI. Summary of valuation rules and methods of calculation of deferred taxes

A. Disclosure of the criteria governing the valuation of the various items in the consolidated annual accounts, and in particular:

- the application and adjustments of depreciation, amounts written down and provisions for liabilities and charges, and revaluations.
- the translation bases applied to express in the consolidated accounts items which are, or originally were, expressed in a currency other than the currency in which the consolidated accounts are stated, and the translation in the consolidated accounts of the accounting statements of subsidiaries and associated enterprises governed by foreign law.

Formation expenses

Formation expenses are valued at acquisition cost and are charged to income in full in the year occurred. Where these formation expenses include substantial amounts, these are amortised on a straight-line basis over five years.

Intangible fixed assets

Intangible fixed assets include titles acquired from third parties or contributed to the company, the cost of credit titles, logos, etc, as well as films purchased from abroad and own productions that can be broadcast several times. These are amortised over their estimated economic life. Most titles

have a life of 10 to 12 years: these are amortised on a straight-line basis at 10% or 8.33% a year. Exceptionally, a title can be amortised at 20% or 25%.

Software is amortised at 20% or at 33.33% on a straight-line basis. Existing software that is transferred within the group is amortised on the net book value at 40% or 50% a year.

Research and development costs are charged immediately to the income statement. The Board of Directors may decide to capitalise significant amounts.

Consolidation differences

Consolidation differences represent the difference between the acquisition value of the participating interests and the corresponding portion in the equity of the consolidated company.

This difference is included in the consolidated accounts under the 'consolidation differences' item on the assets or liabilities side of the balance sheet depending on whether the acquisition value is larger or smaller than the share acquired in the equity of the company.

Positive consolidation differences are amortised over 5 years, 10 years and 20 years. Only the consolidation difference regarding the Vlaamse Televisie Maatschappij NV is amortised over 20 years. From the year 2002 on, consolidation differences on participations having titles with a long-term perspective, are amortised over 10 years.

Negative consolidation differences are kept permanently on the liabilities side of the balance sheet.

Tangible fixed assets

Tangible fixed assets are recorded at acquisition value, less depreciation and reductions in value. Ancillary costs such as bringing into service and transport, and ■■■

TANGIBLE FIXED ASSETS ARE DEPRECIATED AT THE FOLLOWING RATES:

	Straight-line		Reducing balance	
	min.	max.	min.	max.
Land		0%		
Buildings	2%	10%	4%	20%
Roadworks	10%	20%	10%	25%
Other installations	5%	20%	10%	40%
Major maintenance	10%	50%	10%	25%
Establishment of buildings	10%	20%	10%	25%
Machinery	20%	33.33%	20%	50%
Installations and machinery for TV equipment	10%	33.33%	40%	40%
Office equipment	10%	33.33%	20%	50%
Vehicles	20%	33.33%		
Leasing of machinery	20%	33.33%	20%	50%
Assets under construction (not prepaid)	0%			

Second-hand equipment and machinery is depreciated at 50% a year.

Works of art that do not reduce in value are not depreciated.

■■■ also non-deductible V.A.T., are charged directly to the income statement. Non-deductible V.A.T. on cars is capitalised.

Financial fixed assets

The book values of participations in companies that are accounted for by the equity method are adjusted to the proportional share held in the equity of these companies, as determined by the consolidation rules.

Participating interests which are mentioned under 'other enterprises' are valued at acquisition value. In the event of a permanent loss of value, a reduction in value can be recorded.

Stocks

Stocks are valued at the lower of acquisition cost or market value. Raw and ancillary materials and goods purchased for resale are valued by the FIFO method. Outdated and slow-moving stocks are systematically written down.

Broadcasting rights which have been purchased but not yet used, are included under stocks at their acquisition cost.

Print work in progress is valued at production costs including indirect production costs.

Amounts receivable

Amounts receivable are recorded at nominal value.

Reductions in value are applied on the basis of either determined losses, or of individual doubtful balances.

Investments and cash at bank and in hand

Own shares are valued as follows: own shares earmarked to cover option plans are valued at either acquisition cost or the lower of exercise price or market value. The remaining own shares are valued at the lower of acquisition cost or market value.

Other securities are valued at acquisition cost.

Term deposits and cash at bank and in hand are recorded at their face value.

Deferred and accrued accounts

Deferred and accrued accounts are recorded and valued at their acquisition value and are included in the balance sheet in respect of the amount that runs over into the following financial year.

Consolidated reserves

The group reserves contain the reserves and the accumulated profits of the consolidating company, to which is added the group's share in the earnings for the financial year, after deduction of dividend payments made, of other

fully and proportionately consolidated companies and companies accounted for by the equity method.

Translation differences

Where the annual accounts of subsidiaries are expressed in a currency other than the BEF/EUR, all balance sheet items are converted at the closing rate and all income statement items at the average rate. Equity items remain at their historical value in BEF/EUR. The resulting differences with respect to the closing rate are transferred to the 'Translation differences' item. The difference between the closing rate and the average rate on the earnings is also transferred to this items.

Investment grants

This heading contains investment grants actually attributed. These are taken into income pari passu with depreciation on the assets to which they refer.

The amount of deferred taxes on these investment grants is transferred to the 'deferred taxation' account.

Provisions for liabilities and charges

Based on an assessment of the situation by the Board of Directors on the balance sheet closing date, provisions are set up to cover any losses which are probable or certain at the balance sheet date, but to which no precise figure can yet be attached.

Amounts payable

Amounts payable are recorded in the balance sheet at nominal value.

The necessary provisions are recorded on the balance sheet date for social security, tax and commercial liabilities.

Foreign currencies

Amounts receivable and payable in foreign currency are originally recorded at the prevailing exchange rate.

Amounts receivable and payable expressed in foreign currency are translated at the end of the year at the closing exchange rate, unless specifically hedged. The resulting translation differences are charged to the income statement when the calculation per individual currency gives rise to a negative difference and are included under 'deferred income' when the calculation per individual currency gives rise to a positive difference.

Impact of the change in valuation rules on the 2002 income statement

Revaluation surpluses

The revaluation surplus that came into being when Mercator Printing Group NV was set up in 2000, and which related to the tangible fixed assets of Roularta

Printing NV, was cancelled in 2002 with the demerger of Mercator Printing Group NV. This had the effect of reducing capital and reserves by a net figure of EUR 18,798 K, given the previously recorded amortisation of EUR 10,426 which is now included in reserves. As a result the consolidated income statement for 2002 no longer includes amortisation of the revaluation surplus. This has an effect of EUR 1,471 K.

Amortisation of positive consolidation differences

Starting in 2002 positive consolidation differences (goodwill) on new participating interests in titles offering

long-term prospects will be amortised over 10 years. This reduces amortisation on positive consolidation differences by EUR 416 K in 2002.

B. Future taxation and deferred taxes

Breakdown of 'deferred tax and latent taxation liabilities' heading, in thousands of euros

- Future taxation 633



VII. Statement of formation expenses

In thousands of euros	
Net carrying value at the end of the preceding period	1,361
Movements during the period:	
New expenses incurred	6
Depreciation	-978
Sales and disposals	-205
Other	-95
NET CARRYING VALUE AT THE END OF THE PERIOD	89
of which:	
Expenses of formation or capital increase, loan issue expenses, reimbursement premium and other formation costs	89

VIII. Statement of intangible assets

In thousands of euros	Research and development expenses	Concessions, patents, licenses, etc.	Goodwill
A. ACQUISITION COST			
As at the end of the preceding period	1,307	14,105	75,209
Movements during the period:			
- Acquisitions, including produced fixed assets, own production		4,534	481
- Sales and disposals	-462	-35	-626
- Transfers from one heading to another		83	
- Translation differences		87	
- Other movements	618	292	285
At the end of the period	1,463	19,066	75,349
C. DEPRECIATION AND AMOUNTS WRITTEN DOWN			
As at the end of the preceding period	1,152	11,627	65,460
Movements during the period:			
- Recorded	291	1,912	1,321
- Acquisitions from third parties		20	
- Written down after sales and disposals	-406	-7	-427
- Transfers from one heading to another		8	
- Other movements	417	220	150
At the end of the period	1,454	13,780	66,504
NET CARRYING VALUE AT THE END OF THE PERIOD	9	5,286	8,845

IX. Statement of tangible fixed assets

In thousands of euros	Land and buildings	Plant, machinery and equipment	Furniture and vehicles
A. ACQUISITION COST			
As at the end of the preceding period	60,135	91,923	16,565
Movements during the period:			
- Acquisitions, incl. produced fixed assets, own construction	2,648	8,077	938
- Sales and disposals	-9,314	-49,964	-1,749
- Transfers from one heading to another	14	263	-37
- Translation differences		9	5
- Other movements	13,102	58,179	894
At the end of the period	66,585	108,487	16,616
B. REVALUATION SURPLUSES			
As at the end of the preceding period	7,065	16,340	5
Movements during the period:			
- Reversals	-3,084	-16,340	-5
At the end of the period	3,981	0	0
C. DEPRECIATION AND AMOUNTS WRITTEN DOWN			
As at the end of the preceding period	31,271	69,443	12,002
Movements during the period:			
- Recorded	4,027	8,086	1,793
- Written back as superfluous		-9	-1
- Acquisitions from third parties	211	946	86
- Written down after sales and disposals	-5,908	-27,230	-1,175
- Transfers from one heading to another	1	-6	-3
- Translation differences		7	4
- Other movements	9,493	45,229	534
At the end of the period	39,095	96,466	13,240
NET CARRYING VALUE AT THE END OF THE PERIOD	31,471	12,021	3,376

[CONSOLIDATED ANNUAL ACCOUNTS]

In thousands of euros	Leasing and other similar rights	Other tangible assets	Assets under construction and advance payments
A. ACQUISITION COST			
As at the end of the preceding period	9,840	1.602	128
Movements during the period:			
- Acquisitions, incl. fixed assets, own construction	1,784	255	39
- Sales and disposals	-9,004	-529	
- Transfers from one heading to another			-323
- Other movements	17,967	51	195
At the end of the period	20,587	1,379	39
B. REVALUATION SURPLUSES			
As at the end of the preceding period	2,912		
Movements during the period:			
- Reversals	-2,775		
- Other movements	-137		
At the end of the period	0		
C. DEPRECIATION AND AMOUNTS WRITTEN DOWN			
As at the end of the preceding period	10,016	1,258	
Movements during the period:			
- Recorded	1,466	162	
- Written down after sales and disposals	-9,141	-450	
- Other movements	16,343	22	
At the end of the period	18,684	992	
NET CARRYING VALUE AT THE END OF THE PERIOD	1,903	387	39
of which:			
- plant, machinery and equipment	1,796		
- furniture and vehicles	107		

X. Statement of financial fixed assets

In thousands of euros	Enterprises accounted for using the equity method	Other enterprises
1. PARTICIPATING INTERESTS		
A. ACQUISITION COST		
As at the end of the preceding period	2,111	1,270
Movements during the period:		
- Acquisitions		3
- Sales and disposals		-260
At the end of the period	2,111	1,013
C. AMOUNTS WRITTEN DOWN		
As at the end of the preceding period		410
Movements during the period:		
- Written back as superfluous		-248
At the end of the period		162
D. UNCALLED AMOUNTS		
As at the end of the preceding period		60
Movements during the period:		-12
At the end of the period		48
E. MOVEMENTS IN THE CAPITAL AND RESERVES OF THE ENTERPRISES ACCOUNTED FOR USING THE EQUITY METHOD		
Share in the result for the financial period	-616	
Other movements in the capital and reserves	-88	
	-528	
NET CARRYING VALUE AT THE END OF THE PERIOD	1,495	803
2. AMOUNTS RECEIVABLE		
Net carrying value at the end of the preceding period	229	4,203
Movements during the period:		
- Additions	433	1,813
- Reimbursements		-1,227
- Amounts written down	-766	
- Amounts written back		270
- Other	333	-270
NET CARRYING VALUE AT THE END OF THE PERIOD	229	4,789
ACCUMULATED AMOUNTS WRITTEN DOWN AT THE END OF THE PERIOD		0

XI. Statement of consolidated reserves

In thousands of euros	
Consolidated reserves at the end of the previous financial period	-267
Movements:	
- Shares of the group in the consolidated income	3,178
Other movements:	
Dividends	-3,738
Transfer part of the revaluation surpluses already written down	10,440
CONSOLIDATED RESERVES AT THE END OF THE FINANCIAL PERIOD	9,613

XII. Statement of consolidation differences

In thousands of euros	Consolidation differences	
	positive	negative
Net carrying value at the end of the preceding period	47,269	571
Movements during the period:		
- Arising from an increase of the percentage held	6,842	
- Arising from a decrease of the percentage held	-656	
- Write-downs	-11,340	
- Other modifications		-215
NET CARRYING VALUE AT THE END OF THE PERIOD	42,115	356

XIII. Statement of amounts payable

A. Analysis of the amounts originally payable after one year according to their residual term

In thousands of euros	Not more than one year	Between one and five years	Over five years
FINANCIAL DEBTS	6,071	15,890	2,272
3. Leasing and other similar obligations	573	1,275	
4. Credit institutions	5,387	13,144	2,272
5. Other loans	111	1,471	
TRADE DEBTS		1,090	
1. Suppliers		1,090	
OTHER AMOUNTS PAYABLE	150	618	
TOTAL	6,221	17,598	2,272

B. Amounts payable, or the portion thereof, which guaranteed by real guarantees given or irrevocably promised on the assets of the enterprises included in the consolidation.

In thousands of euros	
FINANCIAL DEBTS	4,544
4. Credit institutions	4,544
TOTAL	4,544

XIV. Result

A. NET TURNOVER (in thousands of euros)	2002	2001
A.2. Aggregate turnover of the group in BELGIUM	359,207	372,568
B. AVERAGE NUMBER OF PERSONS EMPLOYED, in units, AND PERSONNEL CHARGES, in thousands of euros		
B1. FULLY CONSOLIDATED ENTERPRISES		
B11. Average number of persons employed	1,461	1,277
Workers	448	335
Employees	1,011	941
Management personnel	2	1
B12. Personnel charges	64,701	58,077
Remunerations and social charges	64,589	57,981
Pensions	112	96
B13. Average number of persons employed in Belgium by the enterprises concerned	1,416	1,256
B2. PROPORTIONALLY CONSOLIDATED ENTERPRISES		
B21. Average number of persons employed	594	785
Workers	134	236
Employees	444	529
Management personnel	13	15
Other persons	3	5
B22. Personnel charges	34,812	38,097
Remunerations and social charges	34,809	38,096
Pensions	3	1
B23. Average number of persons employed in Belgium by the enterprises concerned	512	659
C. EXTRAORDINARY RESULTS		
C1. Analysis of the other extraordinary income, if it involves significant amounts		
Income subconsolidation Mercator Printing Group NV	97	
Remission of loan	85	
Others	197	
C2. Analysis of the other extraordinary costs, if it involves significant amounts		
Loan RTL Z	1,150	
Adjustment investment grants	546	
Cost subconsolidation Mercator Printing Group NV	546	

XV. Rights and commitments not reflected in the balance sheet

In thousands of euros	2002
A. 2. Amount of real guarantees, given or irrevocably promised by the enterprises included in the consolidation on their own assets, as security for debts and commitments:	
- of enterprises included in the consolidation	12,395
C. Significant litigation and other significant commitments	
<u>Pending disputes at Vlaamse Media Maatschappij NV (RMG's share)</u>	
The company is involved in an ongoing inspection by the Belgian Social Security authorities (RSZ), which have assessed the company for an additional EUR 6,860 K of contributions for the years 1993 to 1997. The company disputes these assessments, but by way of precaution has recorded a charge of EUR 2,070 K. The balance of EUR 4,790 K is included under "other amounts receivable" on the asset side of the balance sheet. The Board remains unable to place a precise amount on the possible financial impact of the further social security investigation, nor of the possible impact of a claim filed by another commercial TV station. The Board believes that a claim for EUR 2,180 K filed by a supplier is unfounded, and has not set up any provision for this.	
<u>Other important commitments:</u>	
* Roularta Printing NV	
Purchase of paper	4,318
* Vlaamse Media Maatschappij NV	
Television rights	16,454
Rented materials	2,607
Services and other goods	6,546

XVI. Relationships with affiliated enterprises and enterprises linked by participating interests but not included in the consolidation

In thousands of euros	Affiliated enterprises		Enterprises linked with participating interests	
	2002	2001	2002	2001
1. FINANCIAL FIXED ASSETS		5	107	95
Participating interests and shares		5	107	95

XVII. Financial relationships with directors or managers of the consolidation enterprise

In thousands of euros	2002
A. Total amount of remuneration granted in respect of their responsibilities in the consolidation enterprise, its subsidiary companies and its affiliated companies, including the amounts in respect of retirement pensions granted to former directors or managers	1,986

Statutory auditor's report

Statutory auditor's report on the consolidated financial statements for the year ended December 31, 2002 to the shareholders' meeting of the company Roularta Media Group NV.

In accordance with legal and statutory requirements, we are pleased to report to you on the performance of the audit mandate which you have entrusted to us.

We have audited the consolidated financial statements as of and for the year ended December 31, 2002, which have been prepared under the responsibility of the Board of Directors and which show a balance sheet total of EUR 345,240,(000) and an income statement resulting in a consolidated profit for the year of EUR 2,994,(000). We have also examined the consolidated Directors' report.

Unqualified audit opinion on the consolidated financial statements with an explanatory paragraphe

We conducted our audit in accordance with the standards of the "Institut des Reviseurs d'Entreprises/Instituut der Bedrijfsrevisoren". Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement taking into account the legal and regulatory requirements applicable to consolidated financial statements in Belgium.

In accordance with those standards, we considered the group's administrative and accounting organization as well as its internal control procedures. We have obtained explanations and information required for our audit. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing accounting principles used, the basis for consolidation and significant accounting estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements give a true and fair view of the group's assets, liabilities, consolidated financial position as of December 31, 2002, and the consolidated results of its operations for the year then ended in accordance with the legal and regulatory requirements applicable in Belgium, and the information given in the notes to the consolidated financial statements is adequate.

As it appears from the annual accounts of the NV VLAAMSE MEDIA MAATSCHAPPIJ and as repeated in the consolidated annual accounts of NV ROULARTA MEDIA GROUP, the NV VLAAMSE MEDIA MAATSCHAPPIJ is involved in some important disputes. The final outcome of these disputes and their eventual effect on the annual accounts cannot be determined at this moment.

Additional certifications and information

We supplement our report with the following certifications and information which do not modify our audit opinion on the consolidated financial statements of ROULARTA MEDIA GROUP NV.

- The consolidated directors' report contains the information required by the Companies Code and is consistent with the consolidated financial statements.

Antwerp, March 28, 2003

The Statutory Auditor,

*DELOITTE & TOUCHE
Bedrijfsrevisoren BV o.v.v.e. CVBA
Represented by Jos VLAMINCKX*

[STATUTORY AUDITOR'S REPORT]



[SOURCE AND APPLICATION OF FUNDS]



Source and application of funds

In thousands of euros	2002	2001
1. OPERATING ACTIVITIES		
Consolidated profit - Group's share	3,178	-6,787
Depreciation of and other amounts written off (in)tangible fixed assets	20,036	22,389
Amounts written off positive consolidation differences	11,340	6,069
Amounts written off financial fixed assets	766	128
Gains / losses on disposals of fixed assets	-756	-1,466
Movement in provisions for liabilities and charges	-3,049	2,750
Amounts written off stocks and trade debtors	658	789
Movement in deferred taxes and latent taxation liabilities	-828	-79
Movement in trade debtors	-9,681	-207
Movement in other amounts receivable and deferred charges and accrued income	26	-1,858
Movement in stocks	-5,422	2,476
Movement in short term debts and accrued charges and deferred income	11,685	8,274
NET CASH PROVIDED FROM OPERATING ACTIVITIES (A)	27,953	32,478
2. INVESTMENT ACTIVITIES		
(In)tangible fixed assets - acquisitions	-14,351	-18,435
(In)tangible fixed assets - recorded revaluations	24,844	0
(In)tangible fixed assets - other movements	3,124	3,324
Financial fixed assets - acquisitions	-1,815	-1,779
Financial fixed assets - other movements	1,022	1,454
Consolidation differences - acquisitions	-6,186	-4,408
NET CASH USED IN INVESTING ACTIVITIES (B)	6,638	-19,844
3. FINANCING ACTIVITIES		
Movement in long term debts	-2,185	-7,311
Amounts receivable after more than one year	-377	-232
Other movements in the capital and reserves	-18,542	-6,407
Movement in minority interests	4,039	50
Dividend payments	-3,738	-3,769
NET CASH PROVIDED BY / (USED IN) FINANCING ACTIVITIES (C)	-20,803	-17,669
TOTAL 'SOURCE AND APPLICATION OF FUNDS' (A+B+C)	13,788	-5,035
Investments and cash at bank and in hand on 01/01	21,006	26,041
Investments and cash at bank and in hand on 31/12	34,794	21,006
NET MOVEMENT OF CASH INVESTMENTS AND CASH AT BANK AND IN HAND	13,788	-5,035



Financial

information

Unconsolidated **annual accounts**

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Annual report

of the board of directors

to the ordinary General Meeting of shareholders of 20 May 2003 concerning the annual unconsolidated statement of accounts for the year ending on 31.12.02

Dear Shareholders,

We are pleased to report to you, pursuant to article 95 and 96 of the Companies' Code, on the activities of our company and our management during the past financial year ending on 31 December 2002.

Commentary on the annual accounts

These comments are based on the balance sheets after the appropriation of profits, and are therefore subject to the approval of the proposals for the appropriation of profits by the annual general meeting.

The annual accounts have been drawn up pursuant to the stipulations of the royal decree of 30 January 2001 in implementation of the Companies' Code, in particular book II title I, concerning the accounting of enterprises, and in accordance with the particular legal and regulatory provisions that apply to the company.

The main activity of Roularta Media Group NV lies in the field of printed media. RMG NV is at the same time the holding company for several printed media, audiovisual media and printing companies, and for companies providing services to group companies.

The annual accounts offer you a general overview of our company's activities and of the results achieved.

The investments in intangible fixed assets during the financial year relate solely to the purchase of software packages and the development of specific administration and commercial software.

The largest investments in tangible fixed asset consist of the purchase of a plot of land adjoining the Roeselare headquarters building, major maintenance work to both owned and leased buildings and the purchase of various office equipment items.

The changes in financial fixed assets relate mainly to:

- the acquisition of new participating interests in PV Editions SAS and in Roularta Management NV.
- increases in the participating interests in Belgian Business Television NV and in Focus Televisie NV.
- the capital increase at Publiregioes Lda.
- the sale of the participating interest in Scripta NV and the sale of the participating interest in Vlaamse Media Holding NV to Vlaamse Media Maatschappij NV.
- the allotment of Roularta Printing NV from the liquidation of Mercator Printing Group NV.
- the granting of loans to a series of subsidiaries.

The stocks (paper and consumables) were sold to Roularta Printing NV.

The short-term investments include 243,048 own shares which the company held on 31.12.2002. Shares earmarked for employee stock option plans have been valued at the option exercise price. The remaining shares have been valued at acquisition cost, given that this is lower than the closing price on the balance sheet date.

By public notary's deed of 21 June 2002 the company capital was increased by EUR 394,336.32 to EUR 112,137,336.32 by the creation of 35,350 new shares with the related VVPR strip. This follows the exercise of warrants. The board of directors, making use of the authorised capital, subsequently increased capital by EUR 663.68 by incorporation of reserves available for distribution.

The increase in the provision for other liabilities and charges relates primarily to the setting up of a provision relating to the liquidation of Mercator Printing Group NV.

Long-term financial debts have fallen significantly with the repayment of the loan from Vlaamse Media Holding NV.

Short-term debts have fallen with the partial repayment of straight loans.

Balance sheet after appropriation (in EUR '000)

ASSETS	31/12/02	%	31/12/01	%
Fixed assets	176,325	65.78	215,910	69.32
Current assets	91,713	34.22	95,540	30.68
TOTAL ASSETS	268,038	100	311,450	100

LIABILITIES	31/12/02	%	31/12/01	%
Shareholders' equity	157,734	58.85	164,211	52.72
Provisions and deferred taxes	4,886	1.82	3,570	1.15
Amounts payable > 1 year	4,375	1.63	43,519	13.97
Permanent equity	166,995	62.30	211,300	67.84
Amounts payable < 1 year	99,640	37.17	99,199	31.85
Accrued charges and deferred income	1,403	0.53	951	0.31
TOTAL LIABILITIES	268,038	100	311,450	100

From the above data we derive the following ratios:

	31/12/02	31/12/01
1. Liquidity (current assets/short-term payables)	0.92	0.96
2. Solvency (shareholders' equity/total assets)	58.85	52.72

Income statement

Turnover has fallen with the decline in advertising income and the splitting out of the regional TV activity into a new company, Regionale Media Maatschappij NV. On the other hand paper prices fell and significant savings were achieved on services and other goods. Personnel costs also reduced. In this way operating profit rose from EUR 6.7 to 9.4 m (+ 39%).

Financial income fell in the absence of an interim dividend from VMM in 2002. Financial charges fell also with the reversal of the reduction in value on own shares.

The extraordinary items consist of the capital gain on the sale of our participating interest in Vlaamse Media Holding NV, the capital loss on the participating interest in Mercator Printing Group NV in liquidation (EUR - 10.9m) and a provision for the liquidation costs of Mercator Printing Group NV in liquidation. ■■■

Appropriation account

We propose to you that the net profit be appropriated as follows:

A. LOSS TO BE APPROPRIATED		-3,108,897.96
Consisting of		
- loss for the period available for appropriation	-3,158,861.48	
- profit brought forward	+49,963.52	
B. TRANSFERS FROM CAPITAL AND RESERVES		+ 6,850,000.00
From reserves	+ 6,850,000.00	
D. PROFIT TO BE CARRIED FORWARD		- 2,709.64
F. DISTRIBUTION OF PROFIT		-3,738,392.40
Consisting of		
- dividends	-3,738,392.40	

The dividends consist of:

TYPE OF SHARES	Total Gross	Retained withholding tax	Total Net	Number of shares	Net/share
Ordinary shares	€ 3,166,138.80	€ 791,534.70	€ 2,374,604.10	7,915,347 (8.158.395 – 243.048) [*]	€ 0.30
Ordinary shares with VVPR Strip	€ 572,253.60	€ 85,838.04	€ 486,415.56	1,430,634	€ 0.34

^{*} See below – the dividend on own shares held in portfolio is allocated to the other shares.

■ ■ ■ We propose that the dividends be payable from 2 June 2003 against presentation of coupon no. 5 and, where applicable, VVPR no. 5 at the banking counters of BBL, Bank Degroof and KBC Bank.

Conflicting interests relating to a director's personal assets

During the year no director had any conflicting interests relating to his or her personal assets.

Important events after the end of the financial year

In early 2003 RMG took over French company Aguesseau Communication. In the context of this acquisition Roularta Media Group concluded agreements with Groupe Express-Expansion and Idéat Editions. Two new magazine clusters will be formed together with these two partners. The first cluster consists of a group of five titles around the 'homes' theme, and will be published by a joint venture between Roularta Media Group (50%) and

the Express-Expansion group (50%), which is contributing two titles to this joint venture. A second cluster is dedicated to Lifestyle, and will be published by our existing joint venture Idéat Editions (50% RMG).

On 4 March 2003 SA Belgomedia (50% RMG) increased its capital by EUR 8m. Following this SA Belgomedia subscribed a EUR 10.5m capital increase by its subsidiary Senior Publications Deutschland GmbH & Co KG. Following this Senior Publications Deutschland repaid the EUR 4.1m loan owed to Roularta Media Group.

Information about circumstances that could significantly influence the company's development

We do not anticipate any particular circumstances that could significantly influence the future development of our company.

Research and development

No research and development was carried out during 2002.

Capital increase and issue of convertible bonds and warrants decided by the board of directors in the course of the financial year

The board of directors did not take any decision during the past financial year to issue convertible bonds and/or warrants in the framework of the authorised capital.

On 21 June 2002 the board of directors, making use of the authorised capital as provided for in the articles of association, increased capital by EUR 663.68 in order to bring it to EUR 112,138,000.00 by incorporating the appropriate amount of reserves and without issuing new shares.

Sub-branches

The company does not have any sub-branches.

Own shares

During 2002 the board of directors acquired a net 111,909 shares in the company, as authorised by the extraordinary General Meeting of 10 October 2001. This statutory authorisation was renewed by the extraordinary General Meeting of 15 October 2002.

The 243,048 own shares held by the company at 31.12.2002 were acquired at a total cost of EUR 4,997,296.19. These own shares are recorded in assets under the 'Current assets – investments' heading. A reduction in value of EUR 39,148.22 was recorded on shares earmarked for employee stock option plans. The remaining shares have been valued at acquisition cost, given that this is lower than the closing price on the balance sheet date.

The dividend entitlement attached to own shares was distributed, undiminished, to the other shares, the entitlements of which are not suspended. The corresponding coupons and VVPR strip (coupon no 5 – VVPR strip no 5) have been destroyed².

Shares owned by a subsidiary

The companies' subsidiaries do not possess any shares of Roularta Media Group NV.

Additional activities of the statutory auditor

During 2002 the statutory auditor or persons having an employment or cooperation relationship with the statutory auditor invoiced fees of total EUR 8,950 for additional audit-activities and special assignments.

Outlook

For 2003 the board expects the advertising market to remain weak, given general economic conditions.

In 2003 the board will be consolidating the cost-saving measures introduced in 2002, in order to increase general productivity.

In the meantime the group has begun a policy of cautious expansion outside Belgium, with acquisitions of magazines to form niche clusters offering earnings synergy. The first market to be looked at is France, given Roularta's many years' experience in this field and the geographical proximity.

Employee motivation plan

Stock options and warrants

The company wishes to motivate its management and employees on an ongoing basis and to offer them the opportunity of benefiting from the growth of Roularta Media Group and the evolution of the Roularta share.

For these reasons the company developed a share option plan in 2002 covering a number of senior employees (< 50 participants).

In total 48,000 company shares could be subscribed under the share option plan of 6 December 2002. The price option holders will be required to pay during the exercise periods in order to exercise an option and acquire a share was set at EUR 21.93. In all 33,500 options were allotted to participants selected by the Committee, with each option entitling its holder to one share.

Appointments

The mandate of the auditor, Deloitte & Touche Bedrijfsrevisoren BV o.v.v.e CVBA, represented by Mr Jos Vlaminckx, ends with the annual meeting of 20 May 2003.

The board of directors proposes to the General Meeting that it renew the mandate of Deloitte & Touche Bedrijfsrevisoren BV o.v.v.e CVBA, represented by Mr Jos Vlaminckx, for a period of three years. ■■■

² See 'dividends' in table above



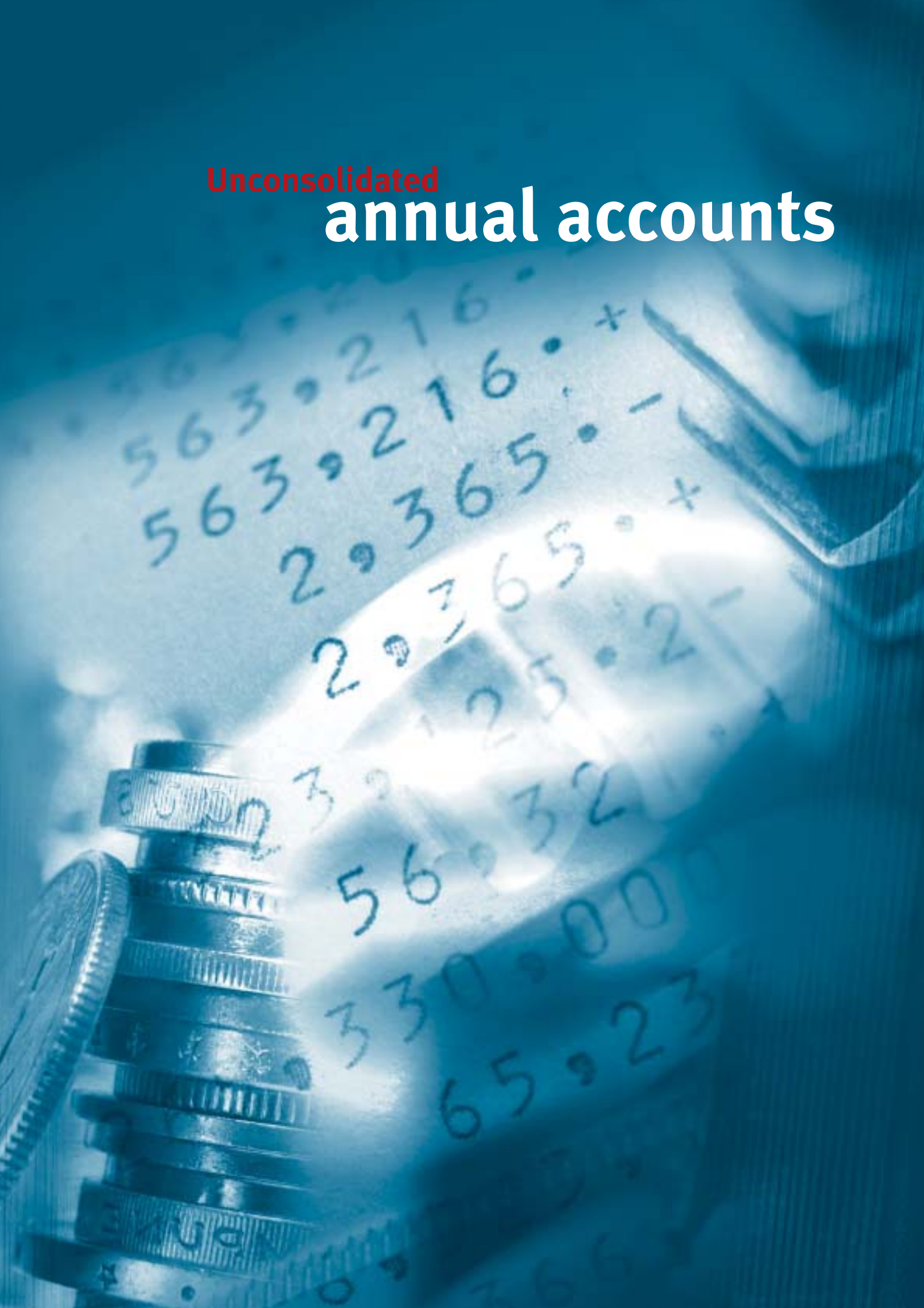
Discharge

We request the General Meeting to approve the annual accounts presented to it and to accept the proposed appropriation of profit, and also to grant discharge to the directors and to the statutory auditor in respect of the exercise of their office. ■

*Roeselare, 19 March 2003
The Board of Directors*

Unconsolidated

annual accounts



[UNCONSOLIDATED ANNUAL ACCOUNTS]

1. Unconsolidated balance sheet after appropriation

ASSETS in thousands of euros	2002	2001
FIXED ASSETS	176,325	215,910
I. FORMATION EXPENSES		510
II. INTANGIBLE ASSETS	6,175	6,962
III. TANGIBLE ASSETS	16,120	18,249
A. Land and buildings	13,473	14,365
B. Plant, machinery and equipment	691	1,274
C. Furniture and vehicles	1,884	2,551
E. Other tangible assets	46	59
F. Assets under construction and advance payments	26	
IV. FINANCIAL ASSETS	154,030	190,189
A. Affiliated enterprises	149,916	149,037
1. Investments	128,818	135,183
2. Amounts receivable	21,098	13,854
B. Other enterprises linked by participating interests	3,137	40,243
1. Investments	2,004	39,914
2. Amounts receivable	1,133	329
C. Other financial assets	977	909
1. Shares	652	652
2. Amounts receivable and cash guarantees	325	257
CURRENT ASSETS	91,713	95,540
V. AMOUNTS RECEIVABLE AFTER MORE THAN ONE YEAR	711	332
B. Other investments and deposits	711	332
VI. STOCKS AND CONTRACTS IN PROGRESS		4,332
A. Stocks		4,332
1. Raw materials and consumables		4,126
2. Work in progress		206
VII. AMOUNTS RECEIVABLE WITHIN ONE YEAR	74,321	77,822
A. Trade debtors	71,801	73,286
B. Other amounts receivable	2,520	4,536
VIII. INVESTMENTS	4,958	2,544
A. Own shares	4,958	2,544
IX. CASH AT BANK AND IN HAND	10,631	9,237
X. DEFERRED CHARGES AND ACCRUED INCOME	1,092	1,273
TOTAL ASSETS	268,038	311,450

Unconsolidated annual accounts

of the company Roularta Media Group NV

LIABILITIES	in thousands of euros	2002	2001
CAPITAL AND RESERVES		157,734	164,211
I. CAPITAL		112,138	111,743
A. Issued capital		112,138	111,743
II. SHARE PREMIUM ACCOUNT		308	309
IV. RESERVES		45,176	52,025
A. Legal reserve		11,105	11,105
B. Reserves not available for distribution		4,958	2,544
C. Untaxed reserves		1,873	1,871
D. Reserves available for distribution		27,240	36,505
V. PROFIT CARRIED FORWARD		3	50
VI. INVESTMENT GRANTS		109	84
PROVISIONS AND DEFERRED TAXATION		4,886	3,570
VII. A. Provisions for liabilities and charges		4,487	3,067
1. Pensions and similar obligations		439	670
4. Other liabilities and charges		4,048	2,397
B. Deferred taxation		399	503
CREDITORS		105,418	143,669
VIII. AMOUNTS PAYABLE AFTER MORE THAN ONE YEAR		4,375	43,519
A. Financial debts		4,338	43,482
4. Credit institutions		4,338	6,197
5. Other loans			37,285
D. Other amounts payable		37	37
IX. AMOUNTS PAYABLE WITHIN ONE YEAR		99,640	99,199
A. Current portion of amounts payable after more than one year		1,859	
B. Financial debts		6,000	9,618
1. Credit institutions		6,000	9,618
C. Trade debts		71,770	68,516
1. Suppliers		70,724	67,756
2. Bills of exchange payable		1,046	760
D. Advances received on contracts in progress		9,847	10,007
E. Taxes, remuneration and social security		5,104	6,680
1. Taxes		777	2,253
2. Remuneration and social security		4,327	4,427
F. Other amounts payable		5,060	4,378
X. ACCRUED CHARGES AND DEFERRED INCOME		1,403	951
TOTAL LIABILITIES		268,038	311,450

2. Unconsolidated income statement

INCOME STATEMENT	in thousands of euros	2002	2001
I. OPERATING INCOME		261,201	281,605
A. Turnover		250,867	271,333
B. Increase / decrease in stocks of finished goods, work and contracts in progress		-206	206
D. Other operating income		10,540	10,066
II. OPERATING CHARGES		-251,832	-274,884
A. Raw materials, consumables and goods for resale		179,626	193,364
1. Purchases		175,499	197,491
2. Increase / decrease in stocks		4,127	-4,127
B. Services and other goods		42,535	47,843
C. Remuneration, social security costs and pensions		24,286	27,350
D. Depreciation of and other amounts written off formation expenses, intangible and tangible fixed assets		5,055	5,243
E. Increase / decrease in amounts written off stocks, contracts in progress and trade debtors		-187	-211
F. Increase / decrease in provisions for liabilities and charges		-402	155
G. Other operating charges		919	1,140
III. OPERATING PROFIT		9,369	6,721
IV. FINANCIAL INCOME		4,796	7,556
A. Income from financial fixed assets		4,143	7,057
B. Income from current assets		367	377
C. Other financial income		286	122
V. FINANCIAL CHARGES		-2,452	-5,001
A. Interests and other debt charges		1,988	2,357
B. Increase / decrease in amounts written off current assets other than those mentioned under II. E		-710	1,735
C. Other financial charges		1,174	909
VI. PROFIT ON ORDINARY ACTIVITIES BEFORE TAXES		11,713	9,276
VII. EXTRAORDINARY INCOME		8,547	777
A. Adjustments to depreciation of and to other amounts written off intangible and tangible fixed assets			210
B. Adjustments to amounts written off financial fixed assets		2,716	177
C. Adjustments to provisions for extraordinary liabilities and charges		1,321	
D. Gain on disposal of fixed assets		4,470	354
E. Other extraordinary income		40	36

[UNCONSOLIDATED ANNUAL ACCOUNTS]

VIII. EXTRAORDINARY CHARGES	-20,923	-6,388
A. Extraordinary depreciation of and extraordinary amounts written off formation expenses, intangible and tangible fixed assets	24	177
B. Amounts written off financial fixed assets	12,331	3,684
C. Provisions for extraordinary liabilities and charges	3,143	1,236
D. Loss on disposal of fixed assets	549	1,166
E. Other extraordinary charges	4,876	125
IX. PROFIT FOR THE PERIOD BEFORE TAXES		3,665
LOSS FOR THE PERIOD BEFORE TAXES	-663	
IX. BIS	72	-48
A. Transfer from deferred taxation	72	66
B. Transfer to deferred taxation		-114
X. INCOME TAXES	-2,628	-1,259
A. Income taxes	-2,628	-1,278
B. Adjustment of income taxes and write-back of tax provisions		19
XI. PROFIT FOR THE PERIOD		2,358
LOSS FOR THE PERIOD	-3,219	
XII. TRANSFER FROM UNTAXED RESERVES	60	-103
A. Trasfer from untaxed reserves	60	66
B. Trasfer to untaxed reserves		-169
XIII. PROFIT FOR THE PERIOD AVAILABLE FOR APPROPRIATION		2,255
LOSS FOR THE PERIOD AVAILABLE FOR APPROPRIATION	-3,159	

APPROPRIATION ACCOUNT	in thousands of euros	2002	2001
A. PROFIT TO BE APPROPRIATED			3,819
LOSS TO BE APPROPRIATED		-3,109	
1. Profit for the period available for appropriation			2,255
Loss for the period available for appropriation		-3,159	
2. Profit brought forward		50	1,564
B. TRANSFERS FROM CAPITAL AND RESERVES		6,850	
2. From reserves		6,850	
D. RESULT TO BE CARRIED FORWARD		-3	-50
1. Profit to be carried forward		3	50
F. DISTRIBUTION OF PROFIT		-3,738	-3,769
1. Dividends		3,738	3,769

3. Summary of the valuation rules

Formation expenses

Formation expenses are valued at acquisition cost and are charged to income in full in the year occurred. Where these formation expenses include substantial amounts, these are amortised on a straight-line basis over five years.

Intangible fixed assets

Intangible fixed assets include titles acquired from third parties or contributed to the company. These are amortised over their estimated economic life. Most titles have a life of 10 to 12 years: these are amortised on a straight-line basis at 10% or 8.33% a year. Exceptionally, a title can be amortised at 20% or 25%.

Software is amortised at 20% or at 33.33% on a straight-line basis. Existing software that is transferred within the group is amortised on the net book value at 40% or 50% a year.

Research and development costs are charged immediately to the income statement. The Board of Directors may decide to capitalise significant amounts.

Tangible fixed assets

Tangible fixed assets are recorded at acquisition

value, less depreciation and reductions in value. Ancillary costs such as bringing into service and transport, and also non-deductible V.A.T., are charged directly to the income statement. Non-deductible V.A.T. on cars is capitalised.

Financial fixed assets

Participating interests and shares are valued at acquisition value. Amounts receivable from companies in which the company has a participating interest are included under financial fixed assets when the board of directors has the intention of permanently supporting the debtor in question. These receivables are recorded at their face value.

In the event of a permanent loss of value, a reduction of value can be recorded.

Stocks

Raw and ancillary materials and goods purchased for resale are valued by the FIFO method. Outdated and slow-moving stocks are systematically written down.

Print work in progress is valued at production costs including indirect production costs.

TANGIBLE FIXED ASSETS ARE DEPRECIATED AT THE FOLLOWING RATES:

	Straight-line		Reducing balance	
	min.	max.	min.	max.
Land		0%		
Buildings	2%	10%	4%	20%
Roadworks			10%	25%
Other installations	5%	20%	10%	40%
Major maintenance	10%	50%	10%	25%
Establishment of buildings	10%	20%	10%	25%
Machinery	20%	33.33%	20%	50%
Office equipment	10%	33.33%	20%	50%
Vehicles	20%	33.33%		
Leasing of machinery	20%	33.33%	20%	50%
Assets under construction (not prepaid)	0%			

Second-hand equipment and machinery is depreciated at 50% a year.
Works of art that do not reduce in value are not depreciated.

Amounts receivable

Amounts receivable are recorded at nominal value.

Reductions in value are applied on the basis of either determined losses, or of individual doubtful balances.

Investments and cash at bank and in hand

Own shares are valued as follows: own shares earmarked to cover option plans are valued at either acquisition cost or the lower of exercise price or market value. The remaining own shares are valued at the lower of acquisition cost or market value.

Other securities are valued at acquisition cost.

Term deposits and cash at bank and in hand are recorded at their face value.

Deferred and accrued accounts

Deferred and accrued accounts are recorded and valued at their acquisition value and are included in the balance sheet in respect of the amount that runs over into the following financial year.

Investments grants

This heading contains investment grants actually attributed. These are taken into income *pari passu* with depreciation on the assets to which they refer.

The amount of deferred taxes on these investment grants is transferred to the 'deferred taxation' account.

Provisions for liabilities and charges

Based on an assessment of the situation by the Board of Directors on the balance sheet closing date, provisions are set up to cover any losses which are probable or certain at the balance sheet date, but to which no precise figure can yet be attached.

Amounts payable

Amounts payable are recorded in the balance sheet at nominal value.

The necessary provisions are recorded on the balance sheet date for social security, tax and commercial liabilities.

Foreign currencies

Amounts receivable and payable in foreign currency are originally recorded at the prevailing exchange rate.

Amounts receivable and payable expressed in foreign currency are translated at the end of the year at the closing exchange rate, unless specifically hedged. The resulting

translation differences are charged to the income statement when the calculation per individual currency gives rise to a negative difference and are included under 'deferred income' when the calculation per individual currency gives rise to a positive difference. ■

4. Social report

NOSS-number : 036-1551615-87 - Numbers of joint industrial committees which are competent for the enterprise : 130.00 218.00

I. Statement of the persons employed

	Full-time 2002	Part-time 2002	Total (T) or total full-time equivalents (FTE) 2002	Total (T) of total full-time equivalents (FTE) 2001
A. EMPLOYEES RECORDED IN THE PERSONNEL REGISTER				
1. During the financial period and during the preceding financial period				
Average number of employees	497.4	73.5	548.9 (FTE)	632.4 (FTE)
Number of actual working hours	758,108	80,573	838,681 (T)	975,678 (T)
Personnel charges	22,100	2,186	24,286 (T)	27,350 (T)
Amount of the benefits in addition to wages (in thousands of euros)			73 (T)	32 (T)
		Full-time	Part-time	Total of full-time equivalents
2. As at closing date of the financial period				
a. Number of employees recorded in the personnel register		488	74	539.3
b. By nature of the employment contract				
Contract of unlimited duration		487	74	538.3
Contract of replacement		1	-	1.0
c. By sex				
Male		177	9	182.9
Female		311	65	356.4
d. By professional category				
Employees		451	70	499.9
Workers		37	4	39.4
B. TEMPORARY PERSONNEL AND PERSONS PLACED AT THE DISPOSAL OF THE ENTERPRISE				Temporary personnel
During the financial period				
Average number of personnel employed				16.6
Number of actual working hours				32,067
Charges to the enterprise (in thousands of euros)				655

II. List of personnel movements during the financial period

	Full-time	Part-time	Total of full-time equivalents
A. ENTRANTS			
a. Number of employed persons recorded in the personnel register during the financial period	52	15	62.2
b. By nature of the employment contract			
Contract of unlimited duration	49	15	59.2
Contract of limited duration	1	-	1.0
Contract for a clearly defined work	1	-	1.0
Contract of replacement	1	-	1.0
c. By sex and level of education			
Male:			
Secondary education	11	1	11.8
Higher non-university education	9	1	9.8
University education	8	-	8.0
Female:			
Secondary education	12	6	15.9
Higher non-university education	8	7	12.7
University education	4	-	4.0
B. LEAVERS			
a. Number of employed persons of which the date of termination of the contracts has been recorded in the personnel register during the financial period	111	20	125.0
b. By nature of the employment contract			
Contract of unlimited duration	107	19	120.3
Contract of limited duration	3	1	3.7
Contract for a clearly defined work	1	-	1.0
c. By sex and level of education			
Male:			
Primary education	2	-	2.0
Secondary education	14	1	14.6
Higher non-university education	24	1	24.9
University education	16	-	16.0
Female:			
Primary education	3	-	3.0
Secondary education	21	9	26.8
Higher non-university education	23	8	28.8
University education	8	1	8.9
d. By reason of termination of contract			
Prepension	1	-	1.0
Dismissal	27	6	30.8
Other reason	83	14	93.2

[UNCONSOLIDATED ANNUAL ACCOUNTS]

III. Statement concerning the implementation of measures stimulating employment during the financial period

MEASURES STIMULATING EMPLOYMENT	Number of employed persons involved		3. Amount of the financial profit (in thousands of euros)
	1. Number	2. In full-time equivalents	
1. MEASURES GENERATING FINANCIAL PROFIT			
1.1. Incentive plan for recruiting job-seekers who belong to high-risk groups	1	0.8	3
1.3. Full career interruption	2	2.0	3
1.4. Reduction of job performance (part-time career interruption)	8	7.6	12
1.6. Structural reduction of social security contributions	615	590.5	669
2. OTHER MEASURES			
2.4. Reduction of employee's social security contribution regarding low-wage workers	12	11.4	
NUMBER OF EMPLOYEES INVOLVED IN ONE OR MORE MEASURES STIMULATING EMPLOYMENT:			
- Total for financial period	616	591.5	
- Total for the previous financial period	43	42.2	

IV. Information on vocational training for employed persons during the financial period

TOTAL OF TRAINING INITIATIVES AT THE EXPENSE OF THE EMPLOYER	MALE	FEMALE
1. Number of employees	101	220
2. Number of training hours	2,135	4,076
3. Charges to enterprise	185	253

Statutory auditor's report

Statutory auditor's report for the year ended December 31, 2002 to the shareholders' meeting of the company Roularta Media Group NV.

In accordance with legal and statutory requirements, we are pleased to report to you on the performance of the audit mandate, which you have entrusted to us.

We have audited the financial statements as of and for the year ended December 31, 2002, which have been prepared under the responsibility of the Board of Directors and which show a balance sheet total of EUR 268,038,141.59 and an income statement resulting in a loss for the year of EUR 3,219,626.37. We have also carried out the specific additional audit procedures required by law.

Unqualified audit opinion on the financial statements

We conducted our audit in accordance with the standards of the "Institut des Reviseurs d'Entreprises/Instituut der Bedrijfsrevisoren". Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement taking into account the legal and regulatory requirements applicable to financial statements in Belgium.

In accordance with those standards we considered the company's administrative and accounting organization as well as its internal control procedures. Company officials have responded clearly to our requests for explanations and information. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing accounting principles used, and the significant accounting estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, taking into account the applicable legal and regulatory requirements, the financial statements give a true and fair view of the company's assets, liabilities, financial position as of December 31, 2002, and the results of its operations for the year then ended, and the information given in the notes to the financial statements is adequate.

Additional certifications and information

We supplement our report with the following certifications and information which do not modify our audit opinion on the financial statements:

- The directors' report contains the information required by the Companies Code and is consistent with the financial statements.
- Without prejudice to certain formal aspects of minor importance, the accounting records are maintained and the financial statements have been prepared in accordance with the legal and statutory requirements applicable in Belgium.
- No transactions have been undertaken or decisions taken in violation of the company's statutes or the Companies Code which we would have to report to you. The appropriation of the results proposed to the General Meeting is in accordance with legal and statutory requirements.

Antwerp, March 28, 2003

The Statutory Auditor,

*DELOITTE & TOUCHE
Bedrijfsrevisoren BV ovve CVBA
Represented by Jos VLAMINCKX*



Your Signature



92 ADDRESSES OFFICES

94 ADDRESSES SUBSIDIARIES

Addresses

HEAD OFFICE ROESELARE	
Roularta Media Group	Meiboomlaan 33 - 8800 Roeselare
OFFICE ZELLIK	
Roularta Media	Research Park De Haak - 1731 Zellik
Roularta Research	Research Park De Haak - 1731 Zellik
Roularta Conference Centre	Research Park De Haak - 1731 Zellik
Roularta Seminars	Research Park De Haak - 1731 Zellik
OFFICE BRUSSEL	
Brussels Media Centre	Raketstraat 50 - 1130 Brussel
DE STREEKKRANT	
Aalst	Hopmarkt 31 - 9300 Aalst
Aarschot	Langdorpsesteenweg 1B - 3200 Aarschot
Antwerpen	Amerikalei 196 A - 2000 Antwerpen
Bornem	Boomstraat 77 - 2880 Bornem
Bree	Hoogstraat 36 - 3960 Bree
Brugge	Sint-Jorisstraat 20 - 8000 Brugge
Diest	Hasseltsestraat 5 - 3290 Diest
Genk	Bochtlaan 13 - 3600 Genk
Gent	Vlaanderenstraat 42 - 9000 Gent
Halle	Volpestraat 32 - 1500 Halle
Hasselt	Walenstraat 71 - 3500 Hasselt
Herentals	Fraikinstraat 7 - 2200 Herentals
Kampenhout	Oudestraat 19 - 1910 Kampenhout
Knokke	Natiënlaan 53 - 8300 Knokke
Kortrijk	Doorniksewijk 83 B - 8500 Kortrijk
Leuven	Mgr. Ladeuzeplein 29 - 3000 Leuven
Maasmechelen	Rijksweg 404 - 3630 Maasmechelen
Mechelen	Consciencestraat 9 - 2800 Mechelen
Mol	Molderdijk 130 - 2400 Mol
Oostende	Torhoutsesteenweg 52-54 - 8400 Oostende
Roeselare	Meensesteenweg 290 - 8800 Roeselare
Sint-Niklaas	Kokkelbeekstraat 60 - 9100 Sint-Niklaas

Addresses **Offices**

Sint-Truiden	Tichelrijstraat 25 - 3800 Sint-Truiden
Tienen	Gilainstraat 83 - 3300 Tienen
Tongeren	Maastrichterstraat 11 - 3700 Tongeren
Turnhout	de Merodelei 153 - 2300 Turnhout
Vilvoorde	J.B. Nowélei 45 - 1800 Vilvoorde
Zele	Textielstraat 2 - 9240 Zele

STEPS

Aalst	Hopmarkt 31 - 9300 Aalst
Aarschot	Langdorpsesteenweg 1B - 3200 Aarschot
Antwerpen	Baron D'Hanislaan 20 - 2000 Antwerpen
Bornem	Boomstraat 77 - 2880 Bornem
Bree	Hoogstraat 36 - 3960 Bree
Brugge	Sint-Jorisstraat 20 - 8000 Brugge
Diest	Hasseltsestraat 5 - 3290 Diest
Genk	Bochtlaan 13 - 3600 Genk
Gent	Vlaanderenstraat 42 - 9000 Gent
Halle	Volpestraat 32 - 1500 Halle
Hasselt	Walstraat 71 - 3500 Hasselt
Herentals	Fraikinstraat 7 - 2200 Herentals
Kortrijk	Doorniksewijk 83 B - 8500 Kortrijk
Leuven	Mgr. Ladeuzeplein 29 - 3000 Leuven
Mechelen	Consciencestraat 9 - 2800 Mechelen
Roeselare	Meiboomlaan 33 - 8800 Roeselare
Sint-Niklaas	Kokkelbeekstraat 60 - 9100 Sint-Niklaas
Sint-Truiden	Tichelrijstraat 25 - 3800 Sint-Truiden
Tongeren	Maastrichterstraat 11 - 3700 Tongeren
Turnhout	de Merodelei 153 - 2300 Turnhout
Zeel	Textielstraat 2 - 9240 Zele

REGIONAL TELEVISION

WTV - Focus Televisie <small>(see Regionale Media Maatschappij NV)</small>	Kwadestraat 151 B - 8800 Roeselare
AVS	Adolphe Pégoudlaan 20 - 9051 Sint-Denijs-Westrem
Ring TV	Luchthavenlaan 22 - 1800 Vilvoorde

[ADDRESSES]

SUBSIDIARIES	BUSINESS UNIT	TITLE/ACTIVITY
ACADEMICI ROULARTA MEDIA NV Londenstraat 20-22 - 2000 ANTWERPEN	Books and annuals	Go (D&F) Vademecum voor personeelsbeleid (D&F)
A NOUS PARIS SAS 10, avenue de la Grande Armée - F - 75017 PARIS	Free local newspapers	A Nous Paris: freesheet in the Paris' metro
BAND A PART SARL 15, rue Traverse - F - 93200 SAINT-DENIS	Magazines	Music CDs, music courses
BELGIAN BUSINESS TELEVISION NV Raketstraat 50 - 1130 BRUSSEL	TV & Radio	Kanaal Z/Canal Z
BELGOMEDIA SA Rue des Grandes Rames 12 - 4800 VERVIERS	Magazines	Télépro
CORPORATE MEDIA SOLUTIONS NV Legeweg 2B - 8490 JABBEKE	TV & Radio	Sale and rental of audiovisual equipment
DE STREEKKRANT - DE WEEKKRANTGROEP NV Meiboomlaan 33 - 8800 ROESELARE	Free local newspapers	De Streekkrant, De Weekkrant De Zondag
DE VASTGOEDMAKELAAR NV Meiboomlaan 33 - 8800 ROESELARE	Free local newspapers	Easy Immo Magazine
DE WOONKIJKER NV Rijnkaai 101 - 2000 ANTWERPEN	TV & Radio	Sale and production of real estate advertisements
DRUKKERIJ LEYSEN NV Consciencestraat 9 - 2800 MECHELEN	Free local newspapers	Notarial publications
EDITOP - ROULARTA MEDICA NV de Jamblinne de Meuxplein 33 - 1030 BRUSSEL	Books and annuals	Top 30.000, Top Bouw, On Top www.het.beleggers.net www.les.investisseurs.net De Huisarts / Le Généraliste - Semper Info Cards, quarterly magazines and website for the medical corps

Addresses subsidiaries

EUROCASINO NV Steylsstraat 119 - 1020 BRUSSEL	Services	
EYE-D NV Legeweg 2B - 8490 JABBEKE	TV & Radio	Television facilities Business films, commercials Production of CD-ROM
FEBELMA REGIE CVBA Paapsemlaan 22 bus 8 - 1070 BRUSSEL	Services	Advertising sales office
FOCUS TELEVISIE NV Meiboomlaan 33 - 8800 ROESELARE	TV & Radio	Advertising sales office for regional television
FOLLOW THE GUIDE NV Londenstraat 20-22 - 2000 ANTWERPEN	Books and annuals	Bouwen / Bâtir De Kijkwoningengids (D&F) De Renovatiegids (D&F) Nationale Kijkwoningendag Natonale Renovatiedag
GRIEG MEDIA AS Valkendorfsgrate 1A - N-5012 BERGEN	Magazines	VI over 60 (seniors)
HIMALAYA NV Kerkplein 24 bus 7 - 1930 ZAVENTEM	Magazines	Grande D & F
HIPPOS VADEMECUM NV Baron Ruzettelaan 27/29 - 8310 BRUGGE Smederijstraat 2 - NL-4814 DB BREDA	Books and annuals	Hippos Vademecum Flanders Hippos Vademecum The Netherlands
IDEAT EDITIONS SA 12-14, rue Jules César - F - 75012 PARIS	Magazines	Idéat
LE VIF MAGAZINE SA Rue de la Fusée 50 Boîte 6 - 1130 BRUXELLES	Magazines	Le Vif/L'Express Weekend Le Vif/L'Express Télévif
NEWSCO NV Raketstraat 50 Bus 12 - 1130 BRUSSEL	Services	Premedia Newsco Publishing





OOST-VLAAMSE MEDIA GROEP NV Meiboomlaan 33 - 8800 ROESELARE	Free local newspapers	Het Blad
PARATEL NV Medialaan 1 - 1800 VILVOORDE	TV & Radio	Audiotex, SMS, Internet and WAP
PLOPSALAND NV De Pannelaan 68 - 8660 ADINKERKE	TV & Radio	Amusement park
PROMOTHEUS INCORPORATED NV Meiboomlaan 33 - 8800 ROESELARE	TV & Radio	Regional radio and events
PUBLINDUS NV de Jamblinne de Meuxplein 33 - 1030 BRUSSEL	Magazines	Editorial office Cash! (Dutch)
PUBLIREGIOES LDA Rua Duque de Palmela 37-2dt - P - 1100 LISBOA	Free local newspapers	Jornal da Região
PV EDITIONS SAS 5, boulevard Ney - F - 75018 PARIS	Magazines	Hifi Vidéo Home Cinema Prestige Audio Vidéo, Sonovision
REGIE DE WEEKKRANT NV Meiboomlaan 33 - 8800 ROESELARE	Services	Advertising sales office for De Weekkrant
REGIONALE MEDIA MAATSCHAPPIJ NV Accent Business Park Kwadestraat 151 B - 8800 ROESELARE	TV & Radio	Regional television WTV and Focus
REGIONALE TV MEDIA NV Research Park - De Haak - 1731 ZELLIK	TV & Radio	National advertising sales office for regional commercial television
REPROPRESS CVBA Paapsemlaan 22 - 1070 BRUSSEL	Services	Collection of copyrights
ROULARTA BOOKS NV Raketstraat 50 - 1130 BRUSSEL	Books and annuals	Publishing house for general books Media Club
ROULARTA IT-SOLUTIONS NV Meiboomlaan 33 - 8800 ROESELARE	Services	Software development and IT-equipment

ROULARTA MANAGEMENT NV Meiboomlaan 33 - 8800 ROESELARE	Services	Management
ROULARTA PRINTING NV Meiboomlaan 33 - 8800 ROESELARE	Production	Printing office
SENIOR PUBLICATIONS SA Rue de la Fusée 50 Boîte 10 - 1130 BRUXELLES	Magazines	Plus Magazine (seniors) Pippo, Pompoen (children)
SENIOR PUBLICATIONS NEDERLAND BV Olmenlaan 8 - NL-1404 DG BUSSUM	Magazines	Plus Magazine (seniors)
SENIOR PUBLICATIONS DEUTSCHLAND GMBH & Co KG Brüsselerstrasse 21 - D - 50674 KOLN	Magazines	Lenz (seniors)
SENIOR PUBLICATIONS VERWALTUNG GMBH Lütticher Strasse 1-3 - D - 50674 KOLN	Magazines	
SPORTMAGAZINE NV Raketstraat 50 Bus 5 - 1130 BRUSSEL	Magazines	Sport/Voetbal Magazine Sport/Foot Magazine
STUDIO PRESS SAS 4, rue Marcel Sambat - F - 93400 SAINT-OUEN	Magazines	Guitar Part, Guitar Collector's, Guitare Classique, Recording Musicien Drummer, Pianiste
STUDIO PRESS LTD Glaston Road - GB - UPPINGHAM RUTLAND	Magazines	Pianist
STYLE MAGAZINE BV Smederijstraat 2 - NL-4814 DB BREDA	Free local newspapers	Style
TAM-TAM NV Natiënlaan 53 - 8300 KNOCKE	Free local newspapers	Tam-Tam
TOP CONSULT SA Rue de la Fusée 50 - 1130 BRUXELLES	Services	National advertising sales office
TOTAL MUSIC SARL 151, rue Blomet - F - 75015 PARIS	Magazines	Catalogue sales of musical instruments





TRENDS MAGAZINE NV Raketstraat 50 Bus 4 - 1130 BRUSSEL	Magazines	Trends, Trends Top 5000 Bizz, Industrie
TURNKEY NV Legeweg 2B - 8490 JABBEKE	TV & Radio	Consultancy regarding television programs and broadcasting Production of international documentaries
VACATURE CVBA Pontbeekstraat 4 - 1702 GROOT-BIJGAARDEN	Magazines	Vacature
VLAAMSE MEDIA MAATSCHAPPIJ NV Mediaaan 1 - 1800 VILVOORDE	TV & Radio	National commercial TV broadcasting station VTM, KANAALTWEE, JIMtv, Q-Music
VLAAMSE TIJDSCHRIFTEN UITGEVERIJ NV Raketstraat 50 Bus 2 - 1130 BRUSSEL	Magazines	Knack, Weekend Knack, Focus Knack Nest
VOGUE TRADING VIDEO NV P. Verhaeghestraat 8 - 8520 KUURNE	Production	Duplication of videos Replication of CD, CD-ROM, DVD
WEST-VLAAMSE MEDIA GROEP NV Meiboomlaan 33 - 8800 ROESELARE	Newspapers	Krant van West-Vlaanderen
ZEEUWS VLAAMS MEDIABEDRIJF BV Axelsestraat 16 - NL - 4537 AK TERNEUZEN	Free local newspapers	Zeeuwsch Vlaams Advertentieblad

Financial calendar

General Meeting 2002	20 May 2003
Payment of dividend coupon no. 5	2 June 2003
First quarter 2003 results	19 May 2003
Half year 2003 results	15 September 2003
Third quarter 2003 results	24 November 2003
Full year 2003 results	22 March 2004
General Meeting 2003	18 May 2004

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