



## 2011 First Half Results Presentation

29<sup>th</sup> July 2011





Advertising & Broadcasting

## ITALY 2011 5M | Advertising market trend

5M2011 vs. 5M2010

<b>Total Market*</b>	<b>-3.1%</b>
<b>Mediaset</b>	<b>-1.9%</b>
<b>Total Market excluding Mediaset</b>	<b>-3.9%</b>
Rai	-7.4%
Newspapers	-4.0%
Magazines	-1.4%
Radio	-8.4%
Internet**	+14.8%

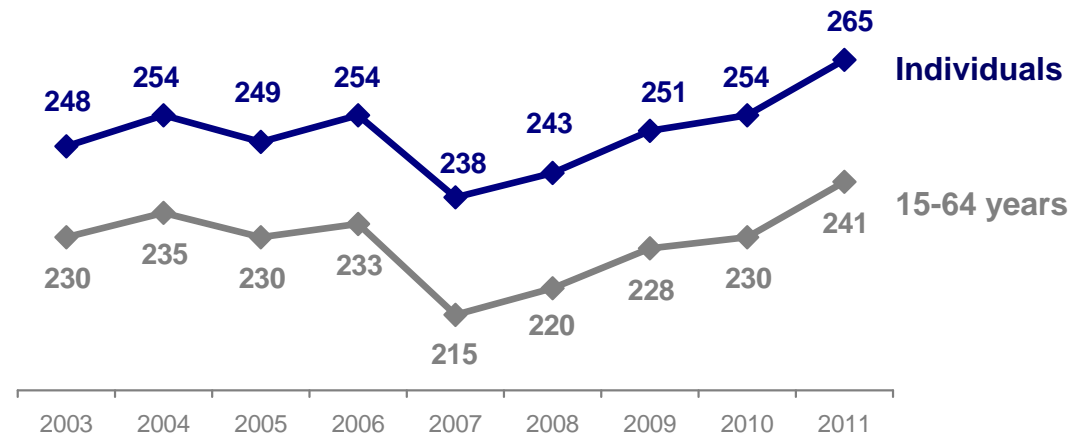
Source: Nielsen (January-May)

\* Excluding Cards, Direct Mail

\*\* Excluding keywords, search advertising, FCP source

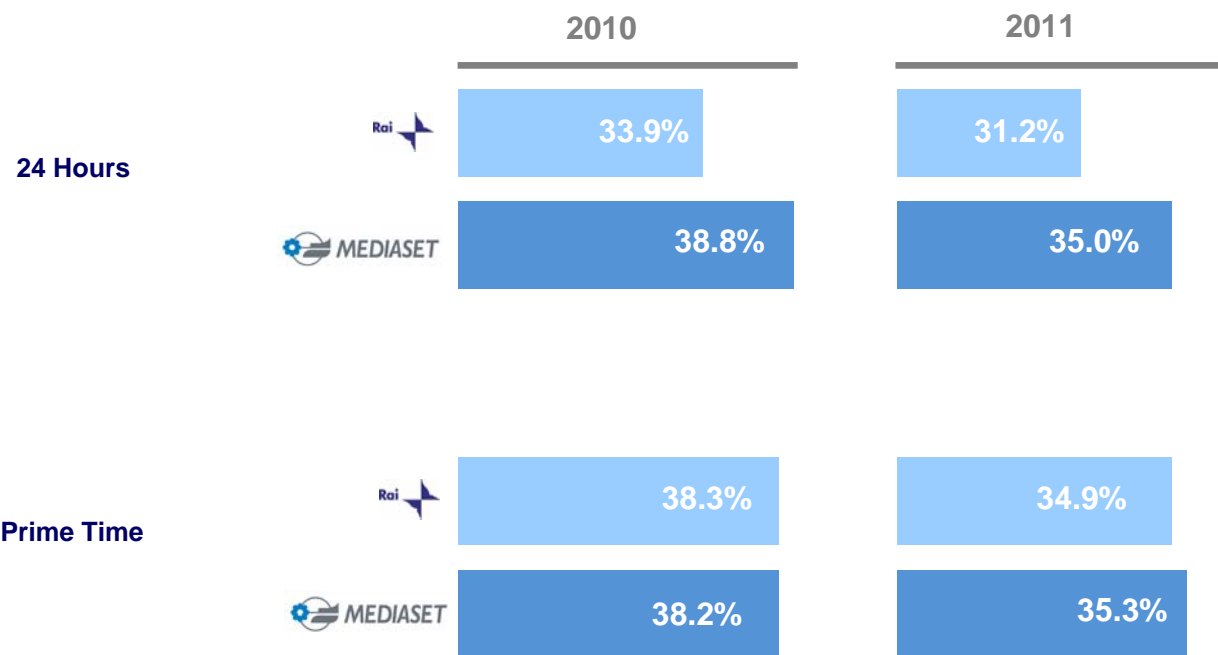
## ITALY | TV Consumption trend (2003-2011)

Average Daily minutes



Source: Auditel (1 January – 30 June of each year)

## MEDIASET 2011 1H | Commercial target Audience Share (15-64 yrs, January-June)



Source: Auditel

**MEDIASET 2011 1H | Multichannel Audience Share**  
*24 Hours – Individuals*



	2010	2011
<b>MS DTT (Free+Pay)</b>	3.1%	5.5%
RAI DTT*	2.7%	4.4%
SKY Channels	3.1%	3.6%
FOX Channels	1.7%	1.6%
Disney	0.9%	0.7%
Discovery	0.4%	1.1%

Source: Company elaborations on Auditel data



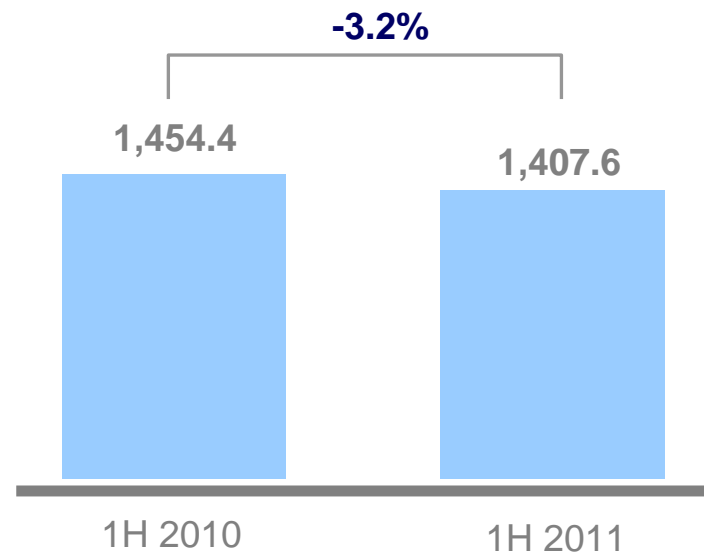
## MEDIASET 2011 1H | Audience Share

24 hours

	Individuals	15-64 yrs	
	Generalist (C5+I1+R4)	33.0%	35.0%
	Multichannel FTA (4)	3.5%	3.9%
	<b>Subtotal</b>	<b>36.5%</b>	<b>38.9%</b>
	Pay TV Channels	2.0%	2.5%
	<b>Total</b>	<b>38.5%</b>	<b>41.4%</b>
	Generalist (R1+R2+R3)	36.4%	31.2%
	Multichannel FTA (11)	4.4%	4.9%
	<b>Total</b>	<b>40.9%</b>	<b>36.1%</b>

Source: Auditel (1 January – 30 June 2011); Pay TV Channels, Company elaborations on Auditel data

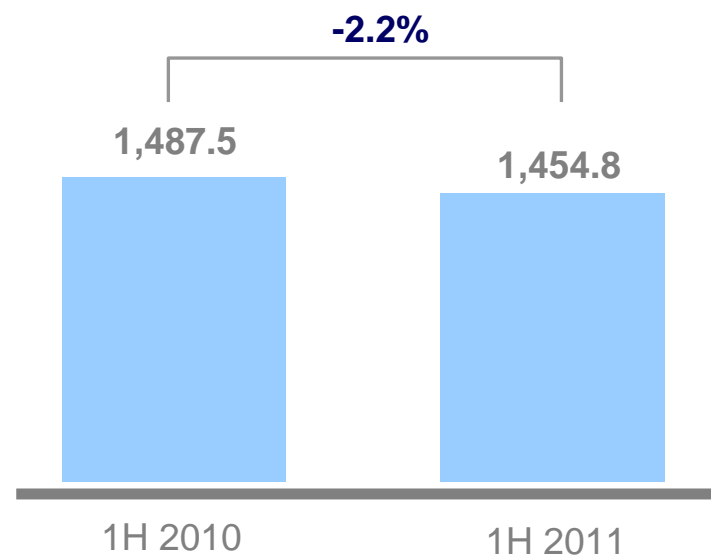
**MEDIASET 2011 1H | FTA Advertising revenues**  
*FTA Core channels +FTA multichannel*  
*Euro ml*





## MEDIASET 2011 1H | Total TV Advertising revenues

FTA + Pay TV

Euro ml






## MEDIASET 2011 1H | Advertising Breakdown by Sector

	1H 10 vs. 1H 09	1H 11 vs. 1H 10
 <b>FINANCE/INSURANCE</b>	-15.4%	-15.3%
 <b>GROCERY</b>	+12.9%	-10.8%
FOOD	+18.3%	-10.1%
BEVERAGES	-0.8%	-8.6%
PERSONAL CARE	+12.1%	+2.2%
HOUSEKEEPING	+21.6%	-24.5%
TOILETRIES	+6.5%	-11.3%





Note: including FTA core + FTA multichannel + Web

## MEDIASET 2011 1H | Advertising Breakdown by Sector

	1H 10 vs. 1H 09	1H 11 vs. 1H 10
 <b>TELECOM</b>	+0.9%	-1.8%
 <b>AUTOMOTIVE</b>	+4.4%	+1.8%
 <b>PHARMACEUTICAL</b>	-1.8%	+1.9%

Note: including FTA core + FTA multichannel + Web

## MEDIASET 2011 1H | Advertising Breakdown by Sector

	1H 10 vs. 1H 09	1H 11 vs. 1H 10
 <b>RETAIL</b>	+31.7%	+10.7%
 <b>MEDIA/PUBLISHING</b>	-20.2%	+9.3%
 <b>BUSINESS &amp; INDUSTRIAL</b>	+1.4%	+48.5%
 <b>LEISURE</b>	+5.7%	+64.0%

Note: including FTA core + FTA multichannel + Web

## MEDIASET 2011 1H | New business activity

<b>Active clients</b>	<b>781</b>
<b>New clients</b>	<b>136</b>

<b>% of Revenues</b>	<b>1H2010</b>	<b>1H2011</b>
▪ Top 10	<b>28.2%</b>	<b>26.3%</b>
▪ Top 30	<b>51.1%</b>	<b>48.9%</b>

Note: including FTA core + FTA multichannel + Web



Financials

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## MEDIASET GROUP 2011 1H | P&L Highlights

(Euro ml.)	1H 2010	1H 2011
<b>Net Consolidated Revenues</b>	2,277.8	2,253.4
<b>EBITDA</b>	1,084.2	967.0
<b>EBIT</b>	485.2	341.5
<b>NET PROFIT (Reported)</b>	241.6	164.4
<i>NET PROFIT (Pro-forma)</i>	237.6*	164.4
<b>Group Net Financial Position</b>	<b>(1,476.3)</b>	<b>(1,805.5)</b>

\* Pro-forma P&L consolidated accounts under IFRS of Telecinco's Group and Sogecuatro's Group; Mediaset stake in Telecinco 42.2%

## MEDIASET ITALIAN BUSINESS 2011 1H | P&L Results

(Euro ml.)	1H 2010	1H 2011
<b>Net Consolidated Revenues</b>	<b>1,817.2</b>	<b>1,712.9</b>
Personnel Costs	(228.0)	(236.6)
Other Operating Costs	(728.3)	(732.1)
<b>EBITDA</b>	<b>860.9</b>	<b>744.2</b>
Rights Amortisation	(443.2)	(432.4)
Other Amortisation & Depreciation	(78.7)	(72.8)
<b>Operating Profit</b>	<b>339.0</b>	<b>239.1</b>
Financial Income (Losses)	(12.7)	(19.4)
Associates	(2.1)	(6.5)
<b>Pre-Tax Profit</b>	<b>324.2</b>	<b>213.2</b>
Taxes	(129.3)	(84.6)
<b>NET PROFIT</b>	<b>191.5</b>	<b>128.4</b>



## MEDIASET ITALIAN BUSINESS 2011 1H | Operations Breakdown

(Euro ml.)	Total Net Revenues	Total Costs (including D&A)	Operating Profit
<b>FTA TV</b>	1,243.4	(997.4)	246.0
<b>Network Operator</b>	106.0	(109.3)	(3.3)
<b>Pay TV</b>	343.8	(367.5)	(23.7)
<b>Other Activities</b>	145.2	(138.0)	7.2
<i>Intra-company Eliminations</i>	(93.6)	93.6	-
<i>Adjustments</i>	(31.9)	45.0	13.0
<b>TOTAL</b>	<b>1,712.9</b>	<b>(1,473.8)</b>	<b>239.1</b>

## MEDIASET ITALIAN BUSINESS | FTA TV

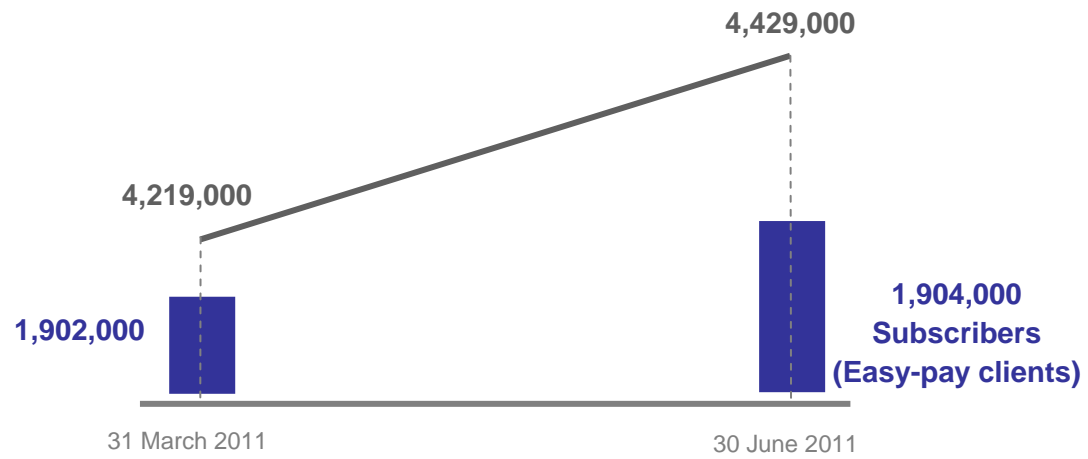
(Euro ml.)	1H 2010	1H 2011
<b>Total Net TV Revenues</b>	<b>1,279.5</b>	<b>1,243.4</b>
FTA TV Advertising Revenues	1,454.4	1,407.6
<i>o/w Multichannel Advertising Revenues</i>	11.8	49.6
Commissions	(216.5)	(209.3)
Other TV Revenues	39.8	27.5
<i>Net Intra-company Items</i>	1.8	17.7
<b>Total TV Costs</b>	<b>(937.8)</b>	<b>(997.4)</b>
Personnel	(189.6)	(197.4)
TV Operating Costs	(404.2)	(447.2)
TV Rights Amortisations	(276.0)	(285.3)
Other D&A	(26.2)	(24.5)
<i>Net Intra-company Items</i>	(41.7)	(43.0)
<b>FTA TV Operating Profit</b>	<b>341.6</b>	<b>246.0</b>

## MEDIASET ITALIAN BUSINESS | Network Operator

(Euro ml.)	1H 2010	1H 2011
<b>Total Net Revenues</b>	<b>98.7</b>	<b>106.0</b>
3 <sup>rd</sup> Party Revenues	25.5	26.2
Other Revenues	3.0	4.1
<i>Net intra-company Items</i>	70.3	75.7
<b>Total Costs</b>	<b>(102.8)</b>	<b>(109.3)</b>
Personnel	(18.9)	(19.5)
Other Operating Costs	(52.4)	(55.6)
Other Amortisation & Depreciation	(31.5)	(34.2)
<b>Network Operator Operating Profit</b>	<b>(4.1)</b>	<b>(3.3)</b>



## MEDIASET PREMIUM | Active Clients



## MEDIASET ITALIAN BUSINESS | Pay TV

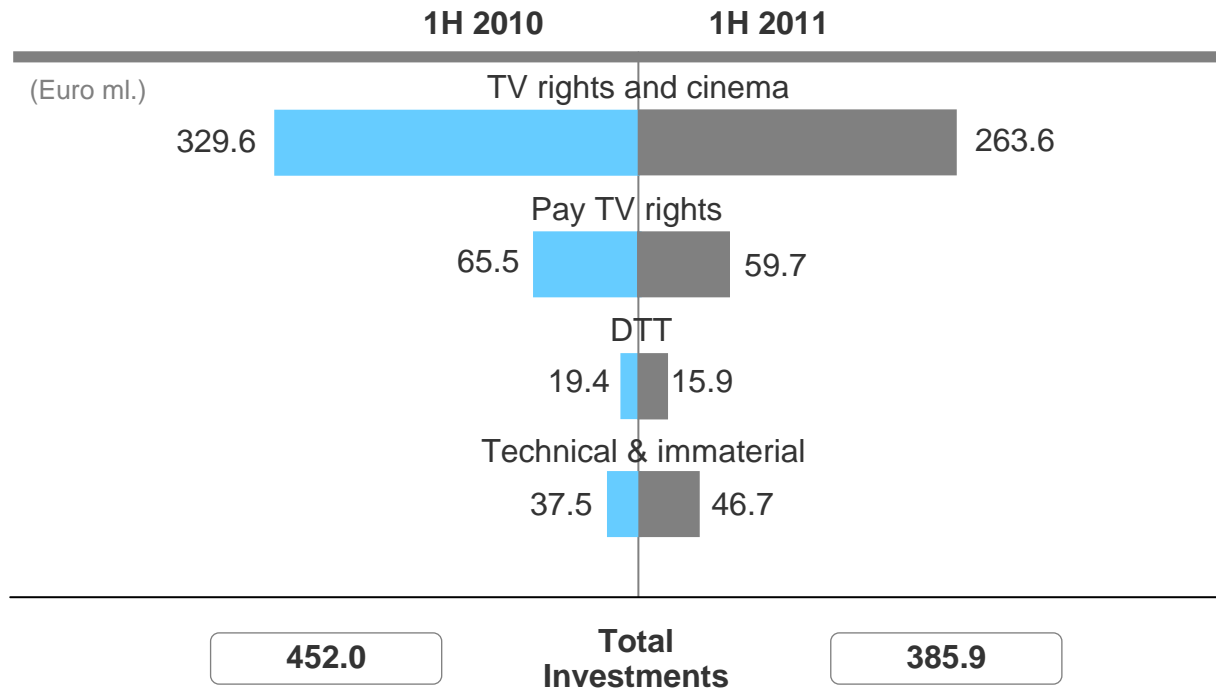
(Euro ml.)	1H 2010	1H 2011
<b>Total Net Pay TV Revenues</b>	<b>393.9</b>	<b>343.8</b>
Pay TV Revenues	229.7	263.9
Advertising Revenues	33.1	47.2
Other Revenues	135.9	39.7
Commissions	(4.8)	(7.0)
<b>Total Pay TV Costs</b>	<b>(402.7)</b>	<b>(367.5)</b>
Personnel	(9.3)	(9.7)
Other Operating Costs	(180.8)	(172.0)
Rights Amortisations and Other D&A	(186.2)	(155.9)
<i>Net intra-company items</i>	<i>(26.4)</i>	<i>(30.0)</i>
<b>Pay TV Operating Profit</b>	<b>(8.8)</b>	<b>(23.7)</b>



## MEDIASET ITALIAN BUSINESS | Other Activities

(Euro ml.)	1H 2010	1H 2011
<b>Total Net Revenues</b>	<b>173.0</b>	<b>145.2</b>
Medusa 3° Party revenues	43.9	69.3
<i>Medusa intra-company revenues</i>	55.5	31.9
Multimedia	11.3	12.0
Mediashopping	40.9	21.6
Other Non-TV Revenues	21.0	10.1
<i>Net Intra-company Items</i>	0.4	0.2
<b>Total Costs</b>	<b>(154.8)</b>	<b>(138.0)</b>
Personnel	(10.1)	(9.9)
Other Operating Cost	(91.9)	(57.3)
Right Amortisations and Other D&A	(48.4)	(50.2)
<i>Net Intra-company Items</i>	(4.5)	(20.6)
<b>Other Activities Operating Profit</b>	<b>18.2</b>	<b>7.2</b>

## MEDIASET ITALIAN BUSINESS 2011 1H | Investments



## MEDIASET ITALIAN BUSINESS 2011 1H | Cash Flow Statement

(Euro ml.)	1H 2010	1H 2011
<b>Initial Net Financial Position (01/01)</b>	<b>(1,396.0)</b>	<b>(1,562.1)</b>
<b>Cash Flow from Core Activities</b>	<b>241.7</b>	<b>180.0</b>
Cash Flow from Operations	729.0	654.0
Investments	(452.0)	(385.9)
Disinvestments	1.4	0.5
Change in Net Working Capital (CNWC)	(36.7)	(88.5)
Equity (Investments)/Disinvestment	2.1	(1.1)
<b>Free Cash Flow</b>	<b>243.8</b>	<b>178.9</b>
Cashed in Dividends	(224.3)	(336.7)
Change in Equity	-	-
<b>Total Net Cash Flow</b>	<b>19.5</b>	<b>(157.8)</b>
<b>Final Net Financial Position (30/06)</b>	<b>(1,376.5)</b>	<b>(1,719.9)</b>
<b>Group Net Financial Position (30/06)</b>	<b>(1,476.3)</b>	<b>(1,805.5)</b>





Deal with DMT

## **DEAL WITH DMT | HIGHLIGHTS**

- **LEADING TOWER OPERATOR IN ITALY**
- **RELEVANT SYNERGIES AND EFFICIENCIES EXPECTED**
- **DEAL ACCRETIVE FROM YEAR 1 (2012)**

## DEAL WITH DMT | STRATEGIC RATIONALE

### A Full Service Operating Model with a Premier Nationwide Network

- The Transaction will create a nationwide infrastructure for Telecommunication and Media companies
- Relevant strategic positioning with significant scale and scope
  - National breadth and extensive local presence with approx. 2,300 property/available sites (approx. 3,000 sites under management)
  - Compelling array of communication services
    - Hosting
    - Maintenance
    - Network Management

## DEAL WITH DMT | STRUCTURE

### STRUCTURE

- All shares combination
- Ownership and Management:
  - Shareholding structure post Transaction: 65.67% Mediaset Group (“EI”) and 34.32% DMT Shareholders
  - Experienced Management Team
- DMT System and all the winding-up companies of DMT Group, not related to EIT, to be disposed before the closing of the Transaction

### VALUATION

- Combined Transaction value of approx. €1.0bn with an Equity Value of approx. €800m
- Leverage post Transaction envisaged of approx. 3x EBITDA Combined 2011
- Expected sustainable dividend policy

### TIMING

- Expected closing at December 2011, subject to approvals of:
  - Minority shareholders of DMT, according to whitewash mechanism provided by art. 49, comma 1, lett. g) of the Issuer Regulations and, hence, in regime of Tender Offer exemption (art. 106 TUF)
  - Antitrust

*MEDIASET*españa.

**MEDIASET SPANISH BUSINESS | Back up Slides**



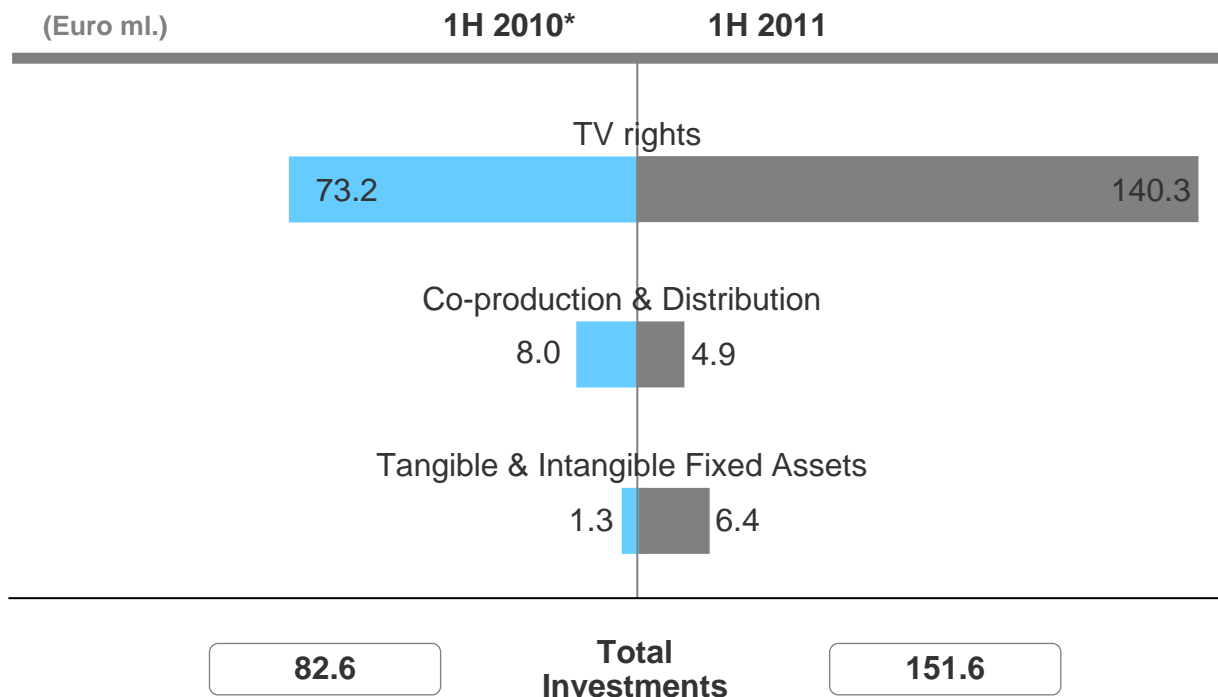
## MEDIASET ESPAÑA 2011 1H | P&L Results

(Euro ml.)	1H 2010	1H 2010**	1H 2011
<b>Net Consolidated Revenues</b>	<b>461.0</b>	<b>631.8</b>	<b>540.9</b>
Personnel Costs	(39.0)	(56.1)	(54.2)
Other Operating Costs	(206.8)	(331.2)	(251.3)
TV rights amortisation	(72.3)	(114.7)	(111.4)
Non recurring costs	(8.1)	(8.1)	(12.7)
<b>EBITDA</b>	<b>151.0</b>	<b>137.9</b>	<b>111.3</b>
Amortisation & Depreciation	(4.8)	(5.4)	(8.9)
<b>EBIT</b>	<b>146.3</b>	<b>132.5</b>	<b>102.4</b>
Financial Income (Losses)	4.9	4.8	2.5
Associates	(20.5)	(20.5)	(1.6)
<b>Pre-Tax Profit</b>	<b>130.6</b>	<b>116.8</b>	<b>103.3</b>
Taxes	(28.1)	(23.9)	(18.1)
<b>NET PROFIT Reported</b>	<b>107.4</b>	<b>97.7</b>	<b>85.1</b>
<b>NET PROFIT Adjusted*</b>	<b>114.4</b>	<b>104.7</b>	<b>89.1</b>

\* Net profit adjusted excludes all non cash item's impact like PPA amortization (both on Sogecuatro and Endemol)

\*\* Pro-forma P&L consolidated accounts under IFRS of Telecinco's Group and Sogecuatro's Group

## MEDIASET ESPAÑA 2011 1H | Investments



\* As reported in 1H 2010

## MEDIASET ESPAÑA 2011 1H | Cash Flow Statement

(Euro ml.)	1H 2010*	1H 2011
<b>Initial Net Financial Position (01/01)</b>	<b>(28.0)</b>	<b>(156.0)</b>
<b>Free Cash Flow</b>	<b>60.4</b>	<b>130.6</b>
Cash Flow from Operations	212.3	199.4
Investments	(151.6)	(82.6)
Change in Net Working Capital (CNWC)	(0.2)	13.8
Change in Equity	0.4	1.0
Equity (Investments)/Disinvest.	19.9	(27.9)
Dividends	(138.3)	(47.4)
Treasury Shares	-	-
<b>Total Net Cash Flow</b>	<b>(57.6)</b>	<b>56.3</b>
<b>Final Net Financial Position (30/06)</b>	<b>(85.6)</b>	<b>(99.8)</b>

\* As reported in 1H 2010





### **Investor Relations Department:**

**Tel:** +39 02 2514.7008

**Fax:** +39 02 2514.6719

**Email:** [investor.relations@mediaset.it](mailto:investor.relations@mediaset.it)

**WebSite:** [www.mediaset.it/investor/](http://www.mediaset.it/investor/)

### **Forward-looking Statements**

*Statements contained in this document, particularly the ones regarding any Mediaset Group possible or assumed future performance, are or may be forward looking statements and in this respect they involve some risks and uncertainties.*

*Mediaset Group actual results and developments may differ materially from the ones expressed or implied by the above statements depending on a variety of factors.*

*Any reference to past performance of Mediaset Group shall not be taken as an indication of future performance.*

*This announcement does not constitute an offer to sell or the solicitation of an offer to buy the securities discussed herein.*

*The executive responsible for the preparation of the Mediaset S.p.A. accounts, Luca Marconcini, declares that, as per para. 2 art. 154-bis, of the "Testo Unico della Finanza", that the accounting information contained in this document corresponds to that contained in the company's books.*