

**GESTEVISION TELECINCO S.A.**



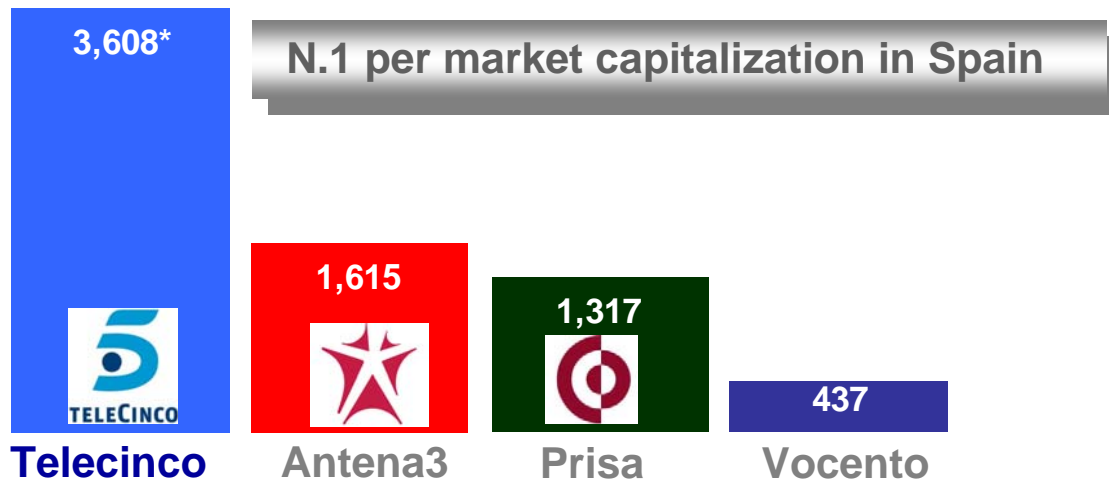
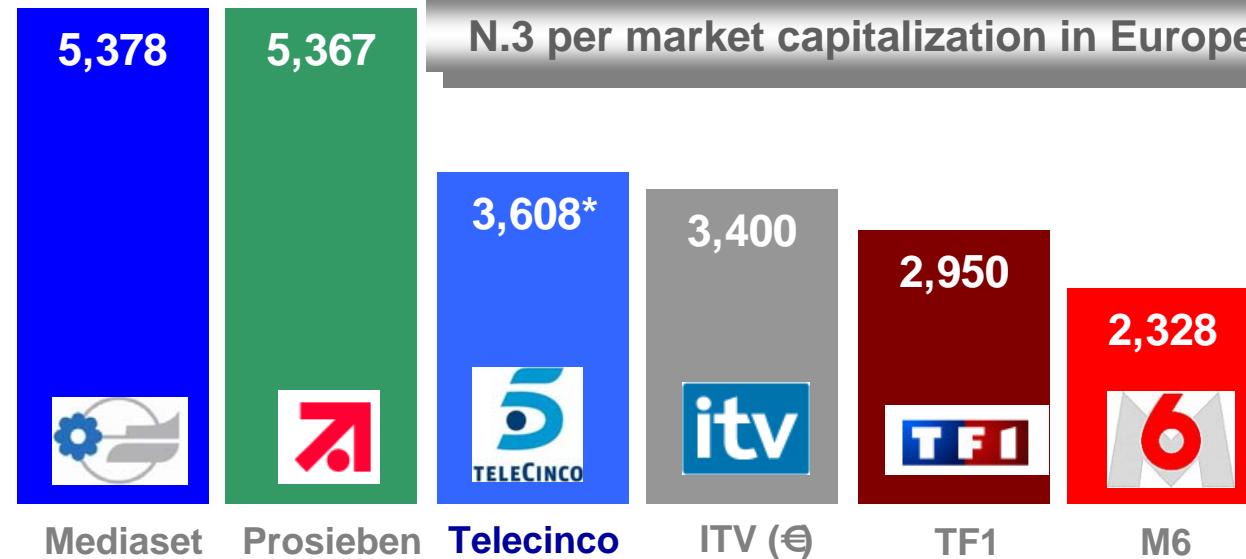
**TELECINCO**



## **Company Presentation**

**Madrid, January 13<sup>th</sup> 2011**

# MARKET CAPITALIZATION

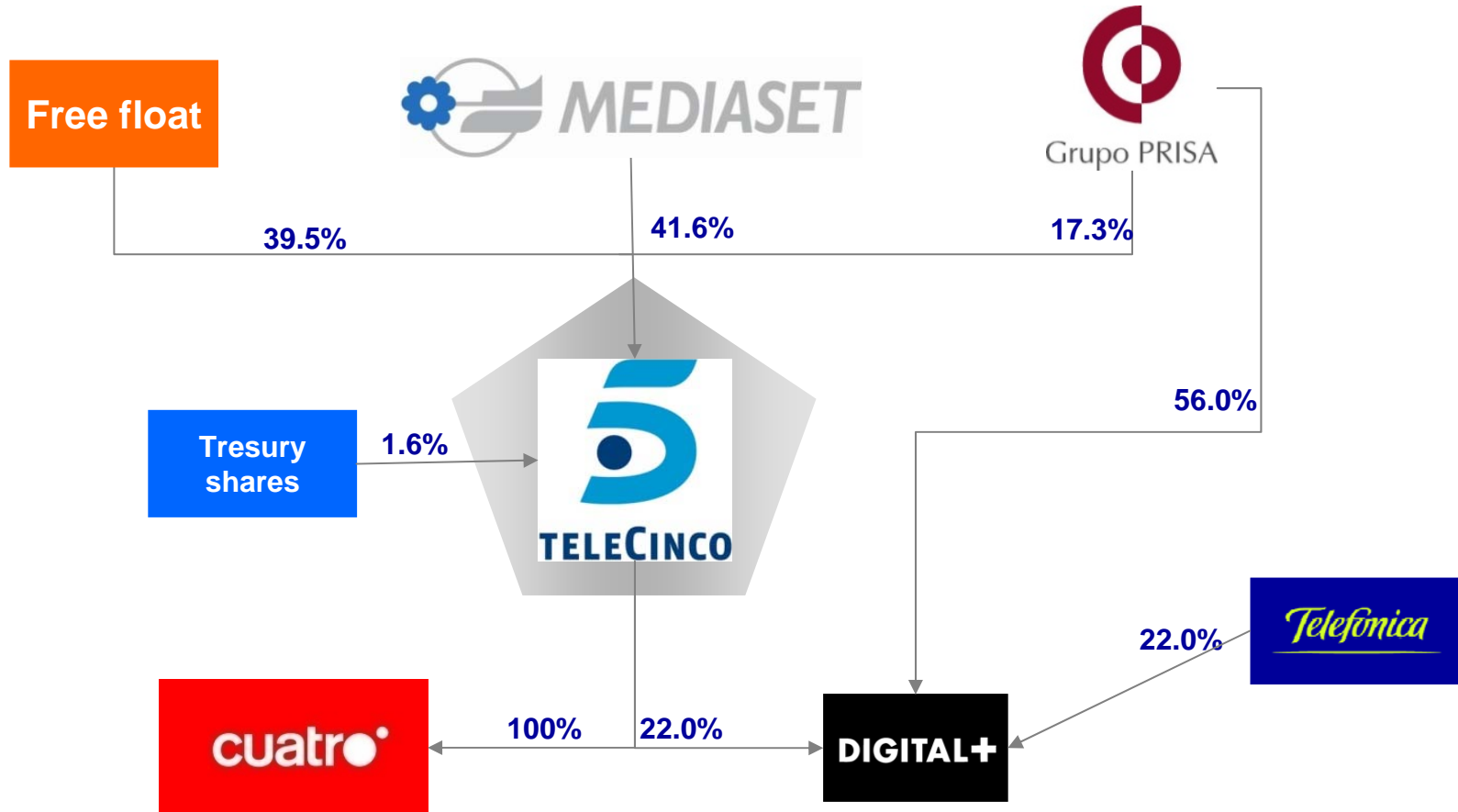


Source: BLOOMBERG  
Data: in €mm as of January 12<sup>th</sup> 2011



The new group is the 3<sup>rd</sup> per market capitalization in Europe

# Creating the leading TV platform in Spain



Actual shareholding structure

# FINAL TRANSACTION TERMS

## Transaction summary

- ❑ Telecinco acquires 100% of Cuatro and 22% of Digital+
- ❑ Grupo Prisa receives newly issued Telecinco shares representing 17.336%\* of Telecinco's equity post rights issue and €488mm in cash

## Sources: two capital increases

- ❑ Right issue capital increase: new issued shares 86,817,700 equal to €499.2mm
- ❑ In kind capital increase reserved to Prisa\* Group: newly issued shares 73,401,807
- ❑ New total number of shares: 406,861,426

## Uses

- ❑ €488.0mm for the acquisition of the 22% DTS (Digital+)
- ❑ 17.336%\* in exchange of the 100% of SOGECUATRO (Cuatro)
- ❑ Total value of the deal €1.079mm

\* Post capital increase adjustment with Prisa: 2.866.972 shares



Extraordinary acceptance of the capital increase with total subscription requests of almost 10x the offer

# INVESTMENT HIGHLIGHTS

## Clear leadership in the Spanish Free-TV Market...

... in terms of audience...

- ✦ Cuatro — strong and complementary fit with Telecinco bringing the third largest audience share<sup>1</sup>
- ✦ Creating the clear leader in the Spanish Free-TV market
- ✦ Value creation opportunity led by a solid experienced management

...and advertising share

- ✦ Cuatro — significant power ratio upside
- ✦ Timed to better capture the recovery and redefinition of the advertising market in Spain
- ✦ Value creation opportunity led by a solid experienced management

## Solid New T5 group structure financially and operationally

- ✦ Creating a powerful TV group
- ✦ Sound capital structure pre- and post-transaction

## Partnership of Spain's leading networks of Free and Pay-TV channels

- ✦ Partnership with the Pay-TV leader in Spain



Leading Free-TV player in Spain with a unique positioning to capture the developing upside of the advertising market and benefiting from its strategic partnership with Pay-TV market champion Digital+



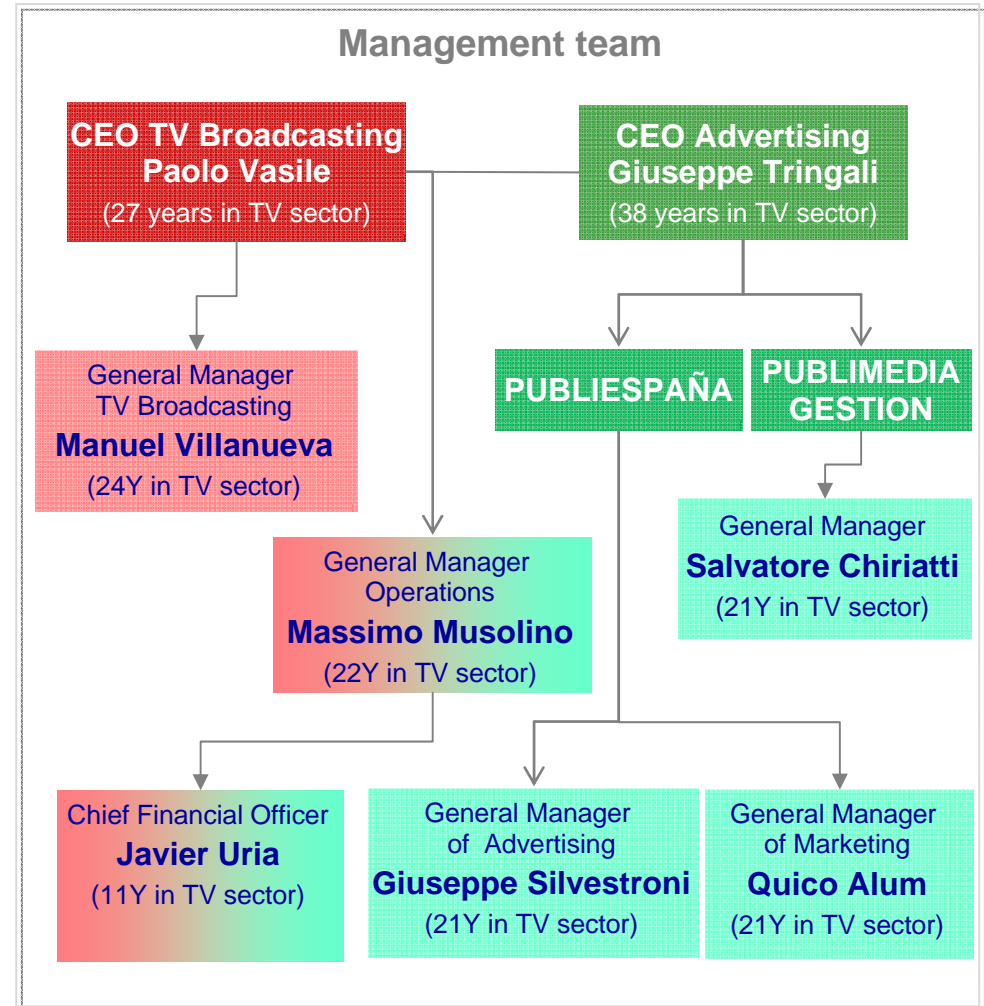
## Creation of the leading TV Media group in Spain

<sup>1</sup> Excluding TVE

# VALUE CREATION

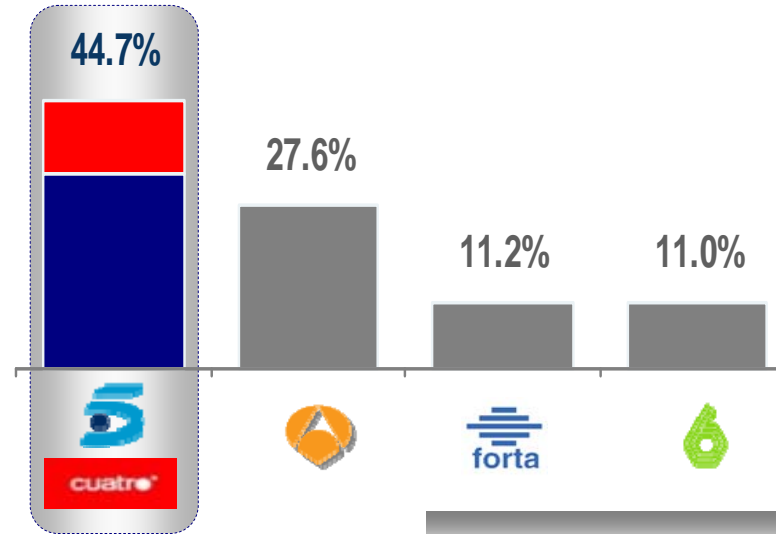
## Main sources of expected value creation

- ✦ Optimization in the selling of the different commercial package
- ✦ Optimization of the advertising slot
- ✦ Improvement in cross sponsorship and promotions with the different channel
- ✦ Cost efficiencies expected to come from overlapping costs
- ✦ Central cost rationalization
- ✦ Programming acquisition optimization
- ✦ Experienced management in multichannel strategy – Mediaset know-how implemented








# Advertising: the leading TV platform in Spain

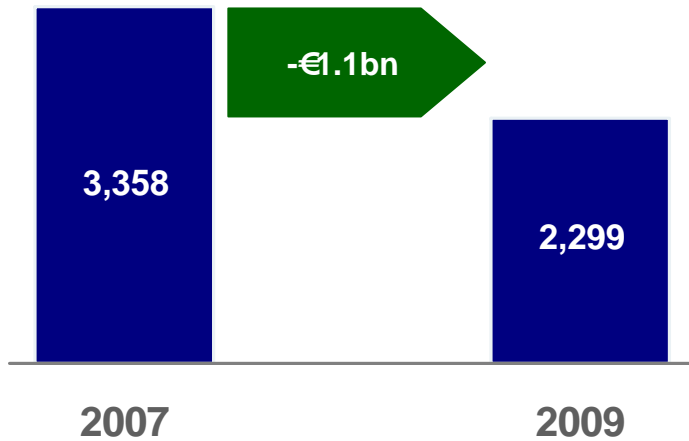
## 9M 2010 TV advertising market share



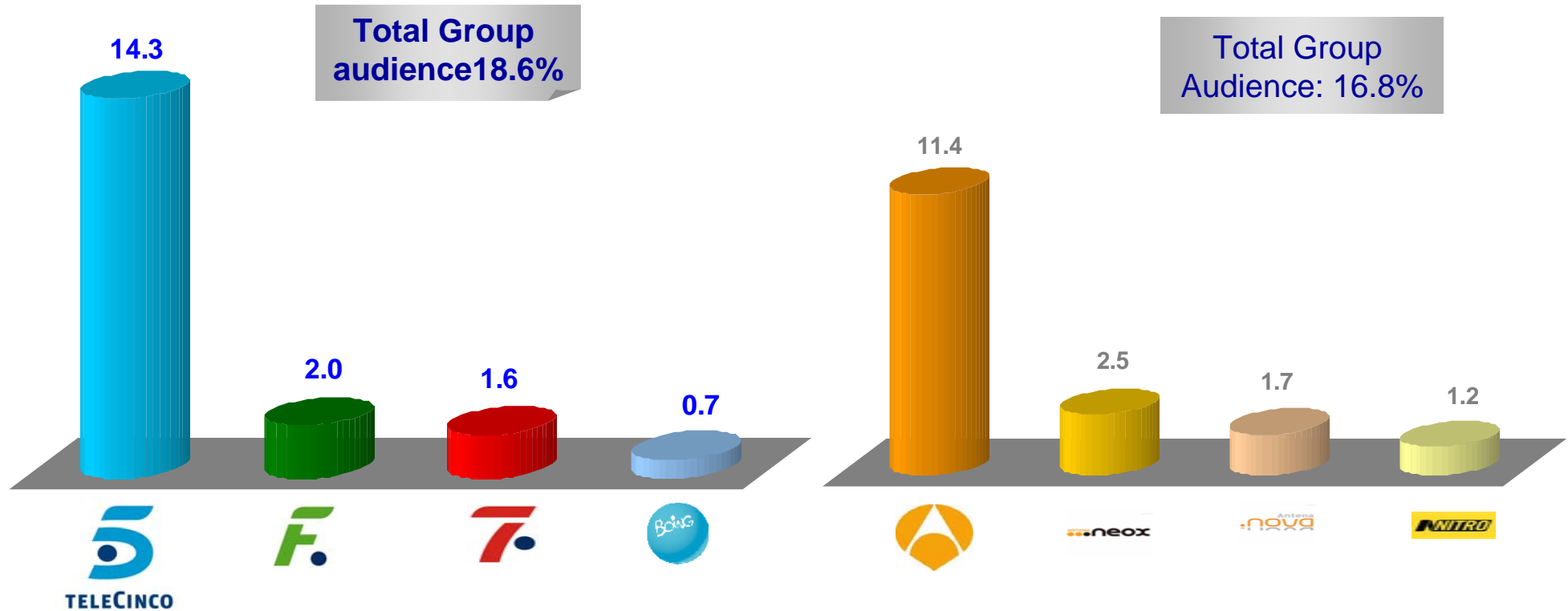
## 9M 2010 Power Ratios

					
Group audience (%)	17.4%	8.1%	15.5%	11.0%	6.9%
Market share <sup>1</sup> (%)	32.5%	12.2%	27.6%	11.2%	11.0%
Power ratio	1.87x	1.52x	1.78x	1.02x	1.60x

## TV Advertising spending in Spain (€mm)



Audience 24h Total Individuals\*



\*Data October 1<sup>st</sup> - December 31<sup>st</sup> 2010



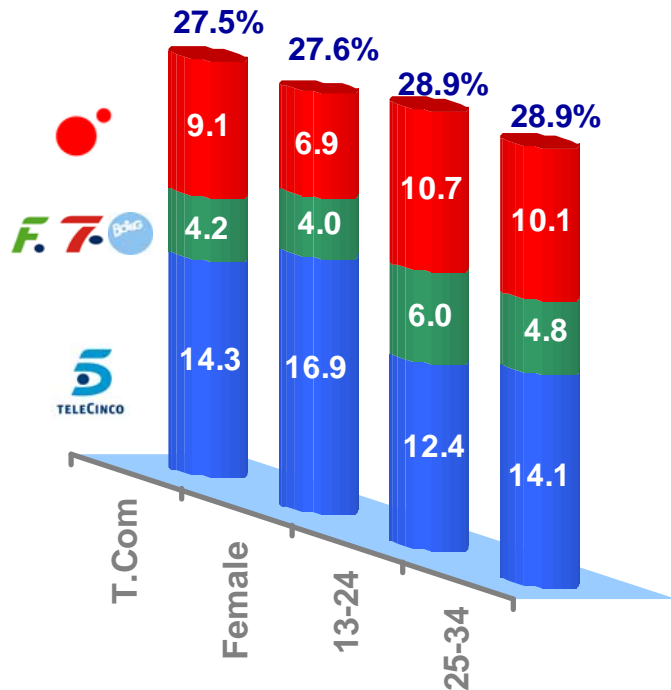
For the advertisers a higher audience share channel is worth more



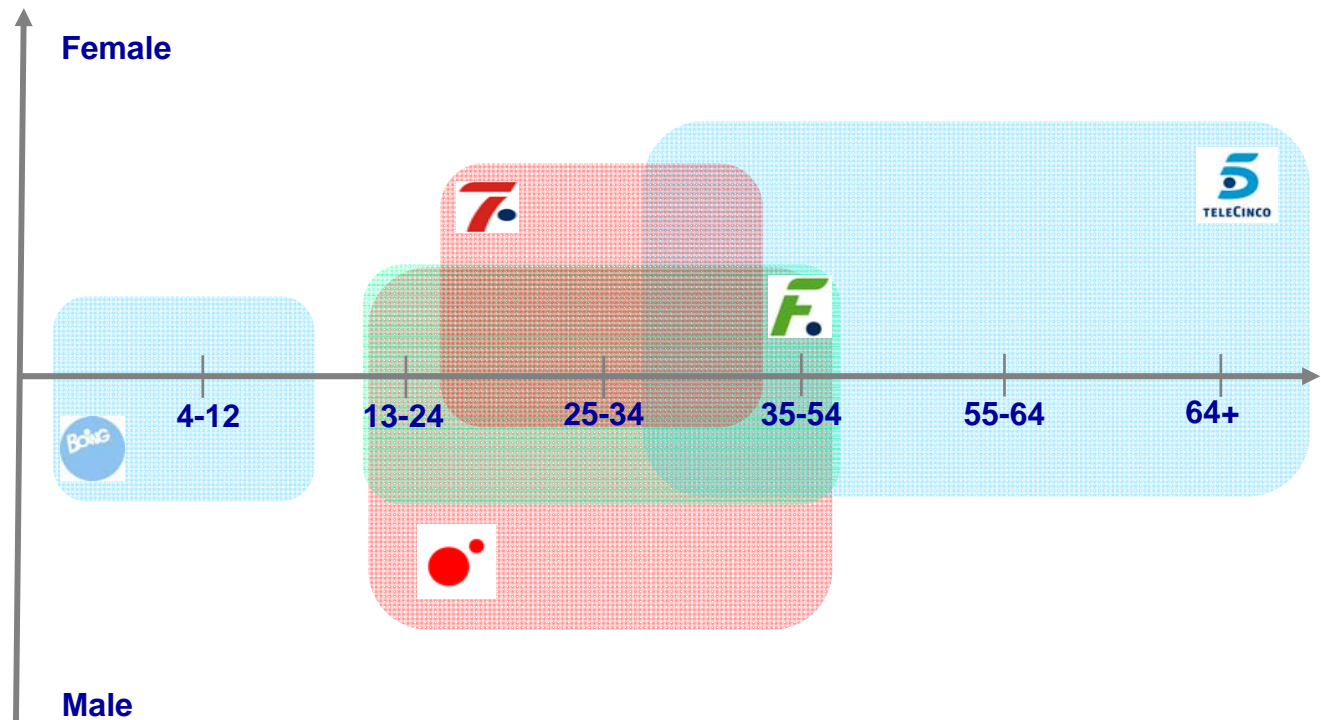
# Audience: the leading TV platform in Spain

## Group's audience\* strengths

- ✦ Total Individuals 24h 25.3%
- ✦ Commercial Target\* 27.5%
- ✦ Ind. 13-34 close to 29%
- ✦ Female close to 28%



## Group's audience complementarities



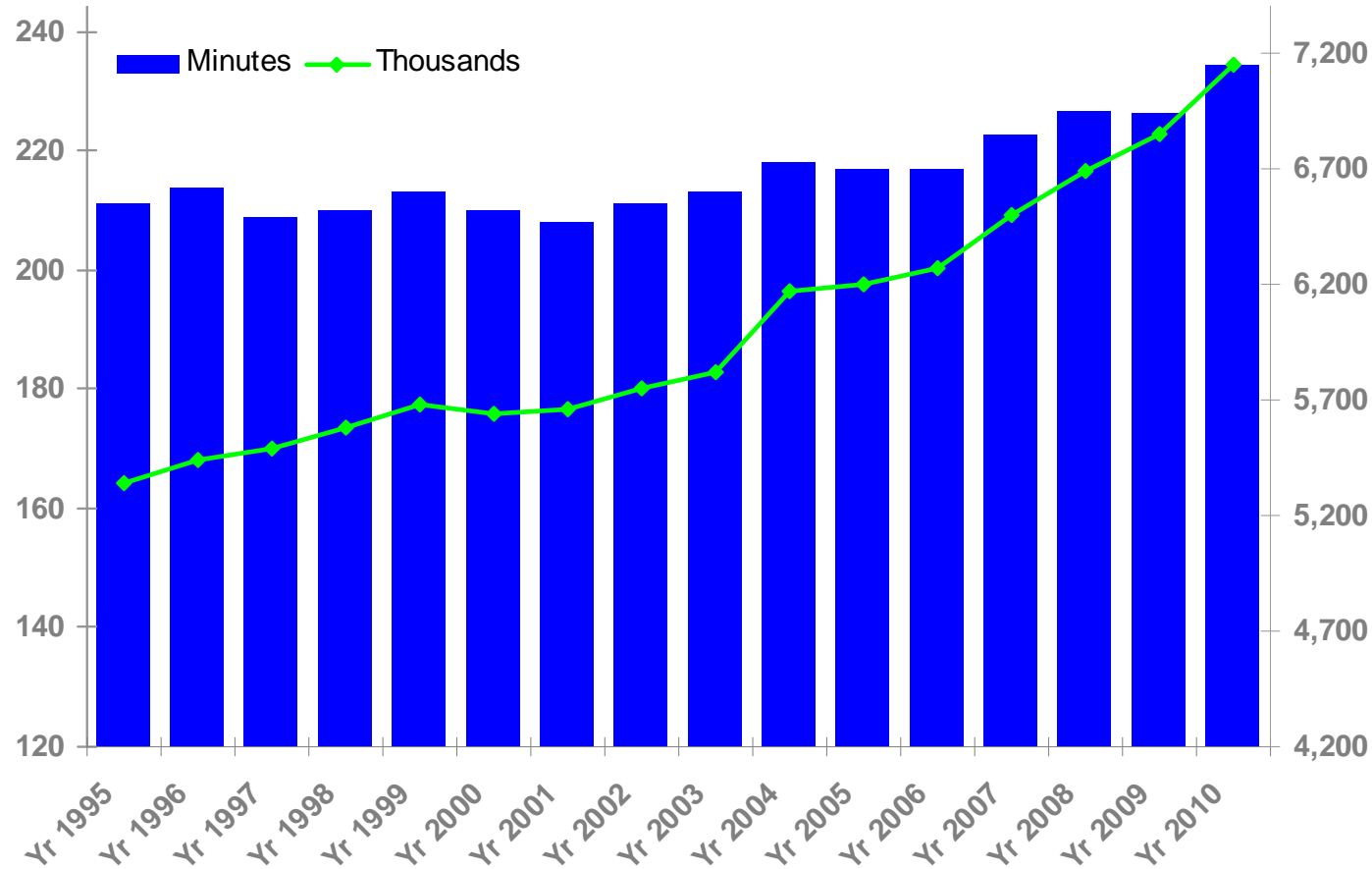
\*Data September 1<sup>st</sup> - December 31<sup>st</sup> 2010  
**Commercial target:** Audience group comprising of individuals from 16 to 59 living in communities of over 10,000 inhabitants and across middle and upper social classes



Complementarities of the new group's audience share

Sources: KANTAR MEDIA

# BROADCASTING



Years	Minutes	Thousands
Yr 1995	211	5,343
Yr 1996	214	5,445
Yr 1997	209	5,493
Yr 1998	210	5,584
Yr 1999	213	5,678
Yr 2000	210	5,639
Yr 2001	208	5,660
Yr 2002	211	5,754
Yr 2003	213	5,824
Yr 2004	218	6,167
Yr 2005	217	6,205
Yr 2006	217	6,270
Yr 2007	223	6,502
Yr 2008	227	6,688
Yr 2009	227	6,848
<b>Yr 2010</b>	<b>235</b>	<b>7,149</b>

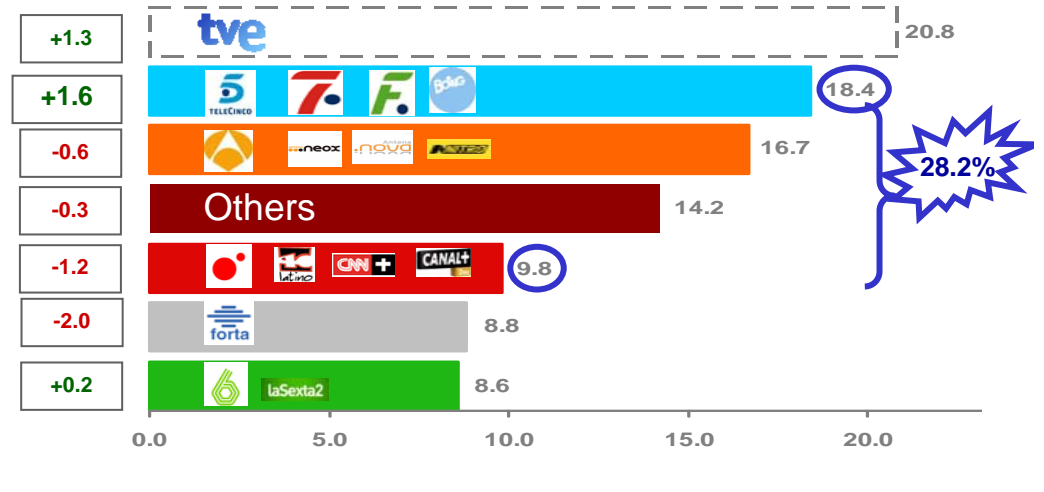
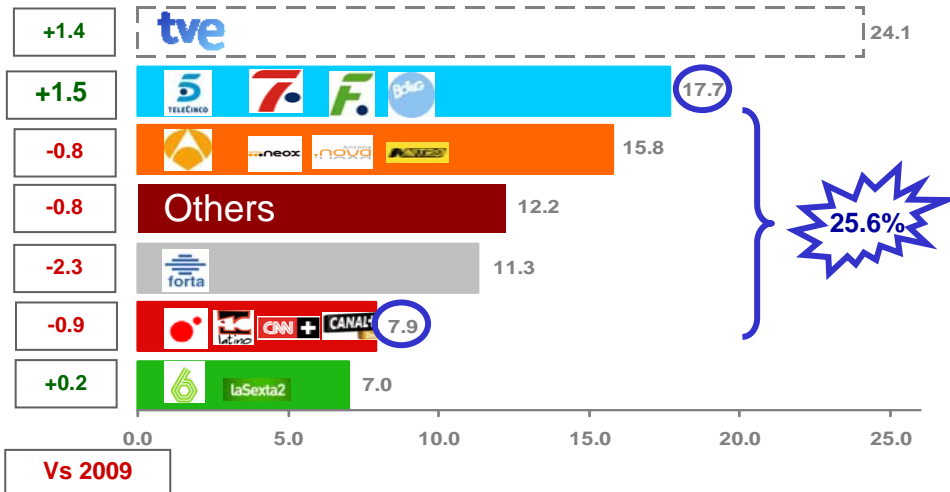


**Record TV consumption in 2010 with 234,5 minutes**

Sources: KANTAR MEDIA

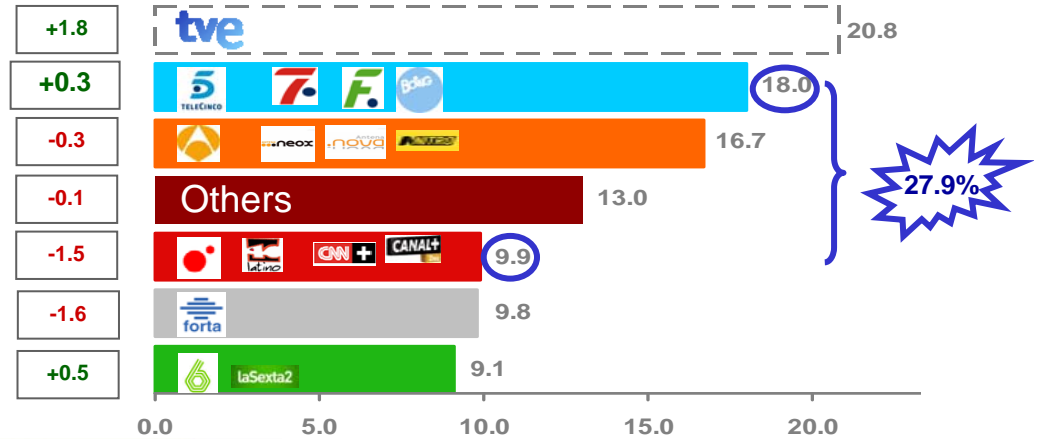
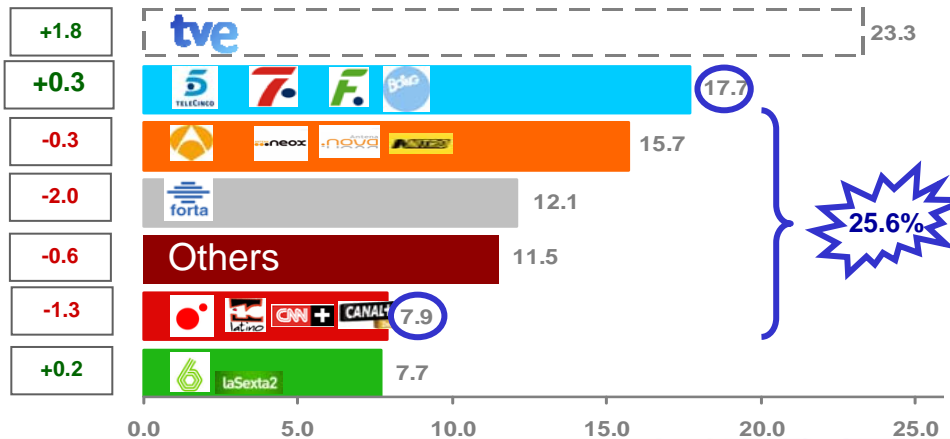
Audience 24h Total Individuals by Groups

Audience 24h Commercial Target\* by Groups



Audience Prime Time Total Individuals by Groups

Audience Prime Time Commercial Target\* by Groups



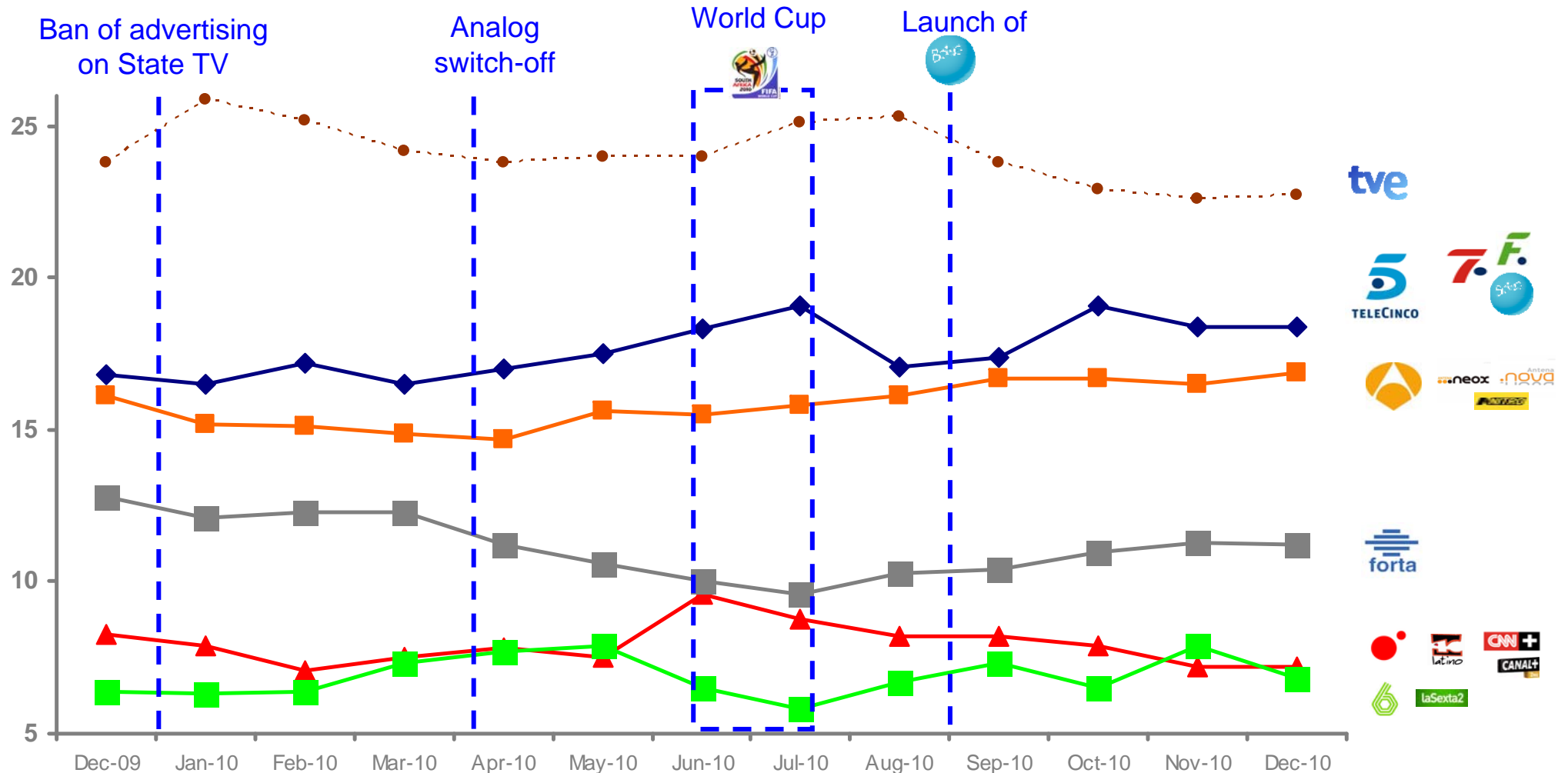
Telecinco's group of channels is leader within the commercial groups

\* Commercial target: Audience group comprising of individuals from 16 to 59 living in communities of over 10,000 inhabitants and across middle and upper social classes

# BROADCASTING

December 1<sup>st</sup> 2009 – December 31<sup>st</sup> 2010

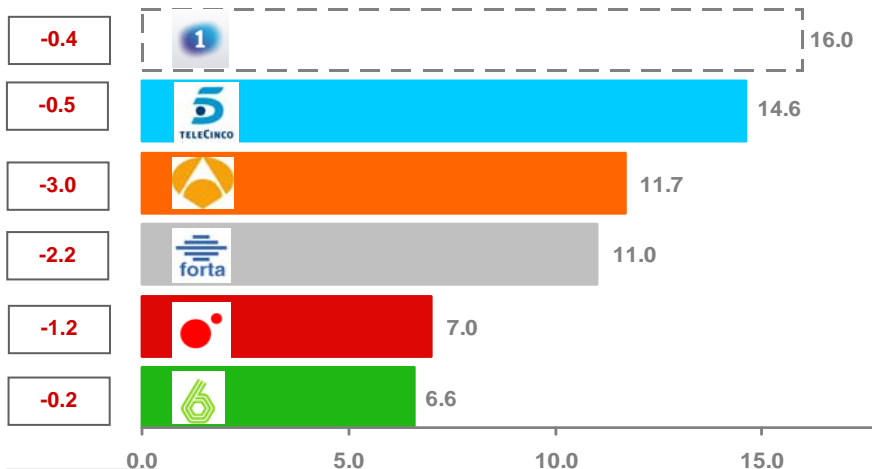
Audience 24h Total Individuals by Groups



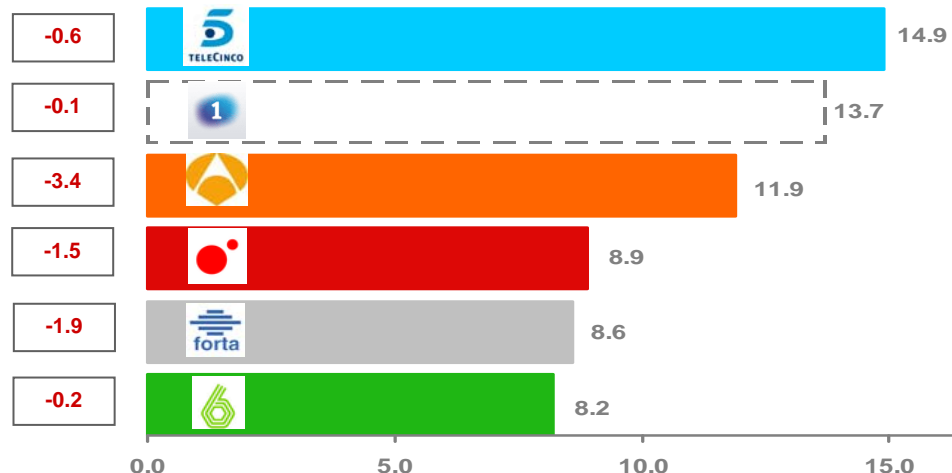
**5 TELECINCO** During the last 12 months Telecinco's group of channels is leader in audience, among the commercial groups

Sources: KANTAR MEDIA

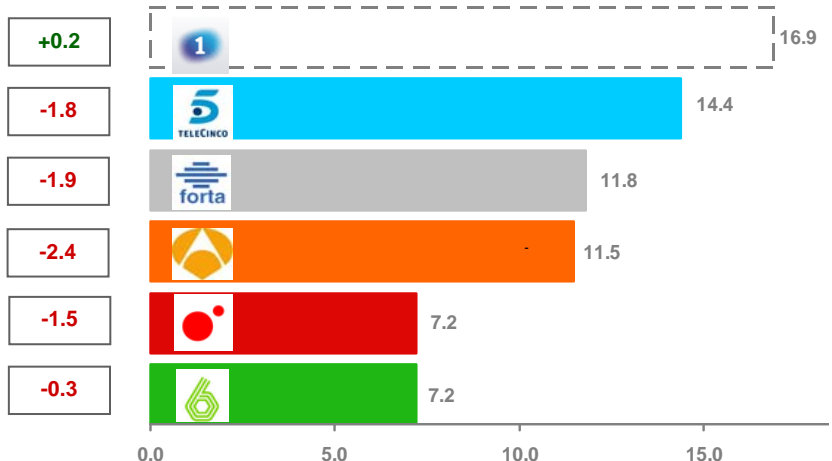
**Audience 24h Total Individuals by Channel**



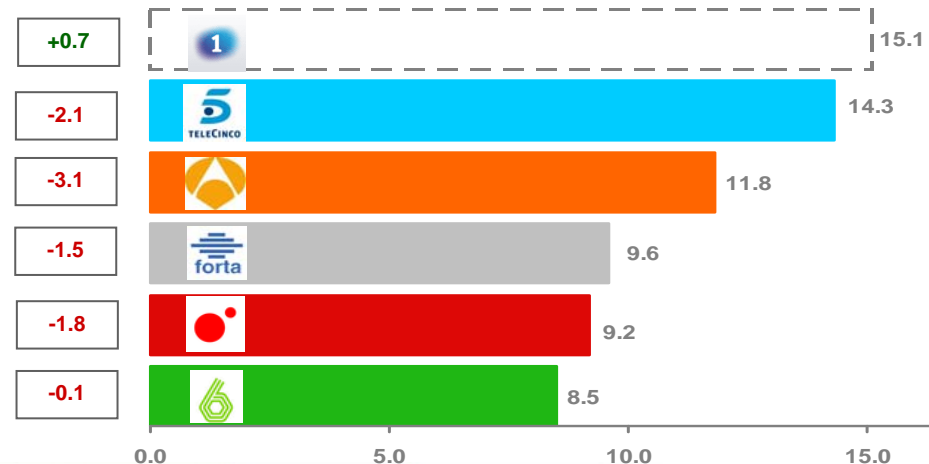
**Audience 24h Commercial Target\* by Channel**



**Audience Prime Time Total Individuals by Ch.**



**Audience Prime Time Commercial Target\* by Ch.**

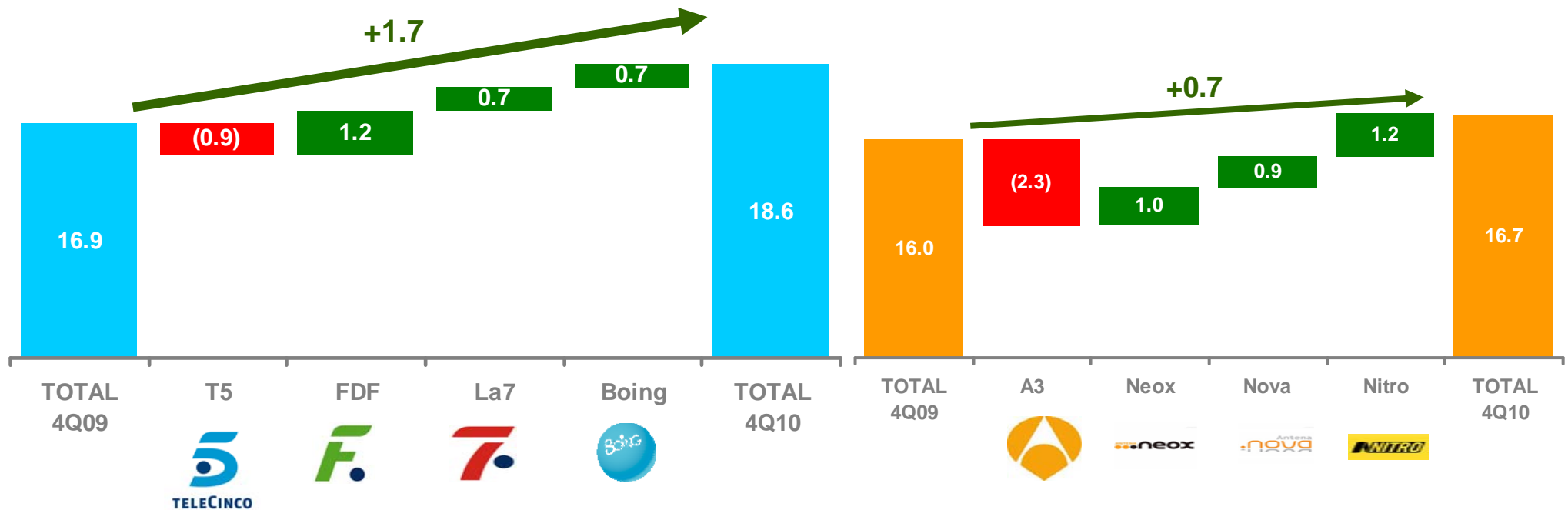


**Telecinco channel is leader among the commercial channels**

\* **Commercial target:** Audience group comprising of individuals from 16 to 59 living in communities of over 10,000 inhabitants and across middle and upper social classes

Sources: KANTAR MEDIA

## Audience 24h Total Individuals by groups\*



\*Data October 1<sup>st</sup> - December 31<sup>st</sup>



With the launching of the fourth channel T5 Group increases its audience by 1.7 points

Sources: KANTAR MEDIA

# 9M10 T5 RESULTS



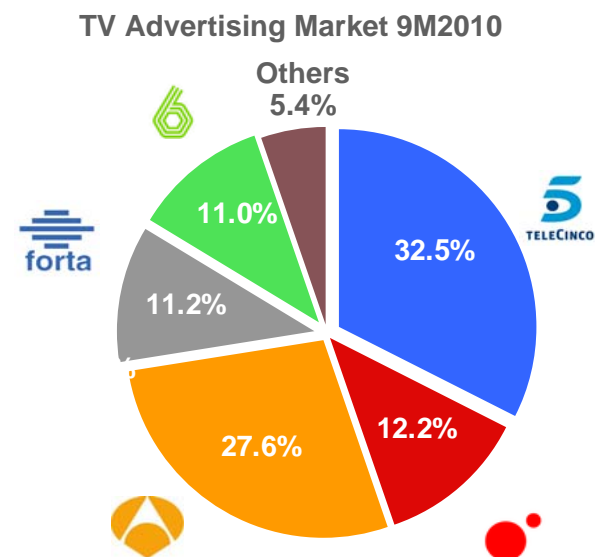
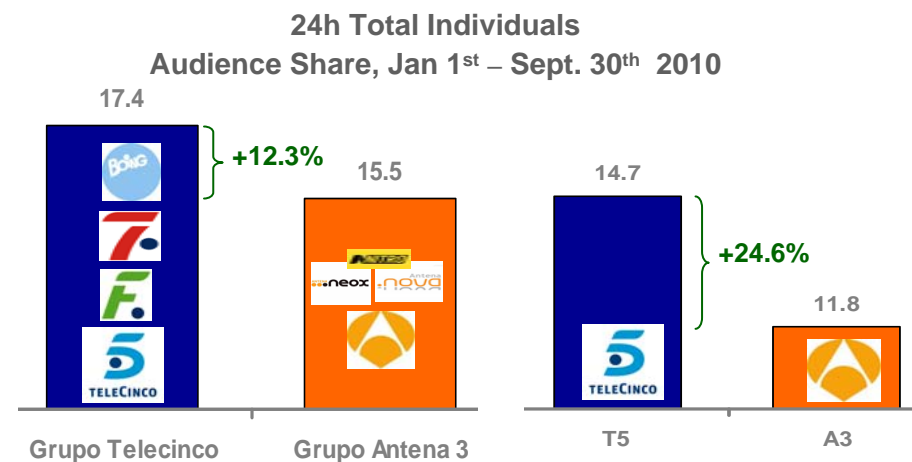
(€million)	9M10	9M09	VAR. %
Total Net Revenues (€ mn)	622.4	432.2	44.0%
Total Operating Costs	448.3 <sup>***</sup>	343.3 <sup>****</sup>	30.6%
EBITDA adj.* (€ mn)	174.2	89.0	95.8%
EBITDA adj./Net Revenues	28.0%	20.6%	
EBIT (€ mn)	166.9	82.5	102.3%
EBIT/Net Revenues	26.8%	19.1%	
<b>Net Profit Reported (€ mn)</b>	<b>32.2</b>	<b>62.2</b>	<b>-48.3%</b>
<b>Net Profit Adjusted** (€ mn)</b>	<b>121.2</b>	<b>78.5</b>	<b>54.4%</b>
<b>FCF (€ mn)</b>	<b>185.4</b>	<b>70.0</b>	<b>164.7%</b>
FCF/Total Net Revenues	29.8%	16.2%	
Net Cash Position	-82.5	-176.9	53.4%

\* After the rights consumption

\*\* Excluding the Net Impact of the amortization of the PPA of Endemol and the write-off on the investment in Edam.

\*\*\* Including the reversal of a provision for €8 million

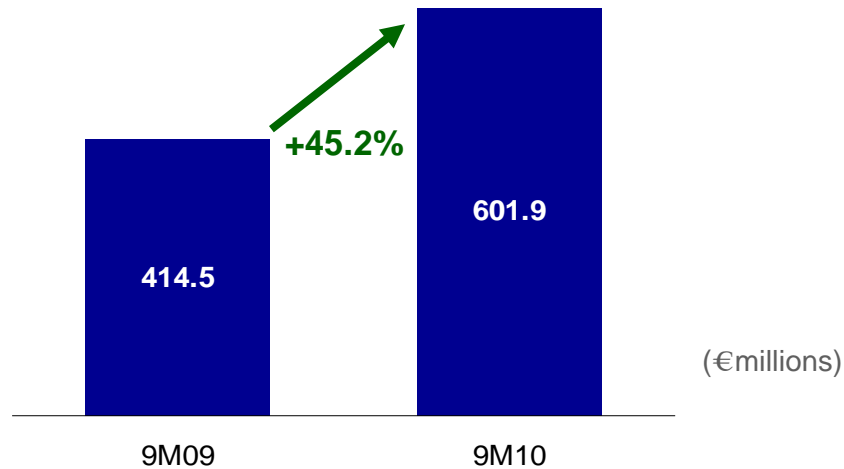
\*\*\*\* Including the reversal of a provision for €35 million



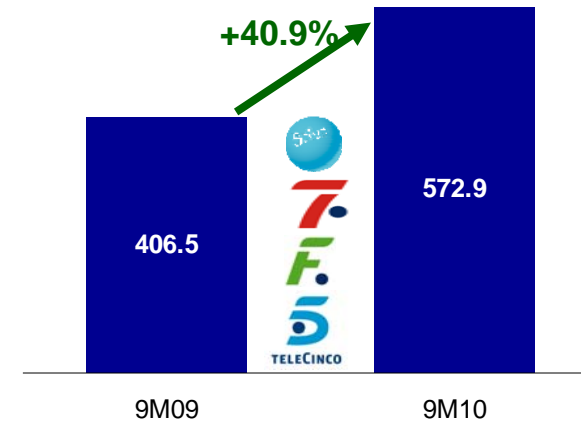


## Advertising Revenues, First Nine Months 2010

Gross TV Advertising Revenues  
(million €)



Gross Telecinco Multiplex Advertising Revenues (million €)



## Commercial Strategy, 9M2010

Audience Share		SECONDS	GRP's (20'')	C/GRP's (20'')	TV gross Adv. Revenues	
%	△%	△%	△%	△%	€Mill.	△%
17.4%	+9.2%	+4.0%	+8.1%	+30.3%	572.9	+40.9%

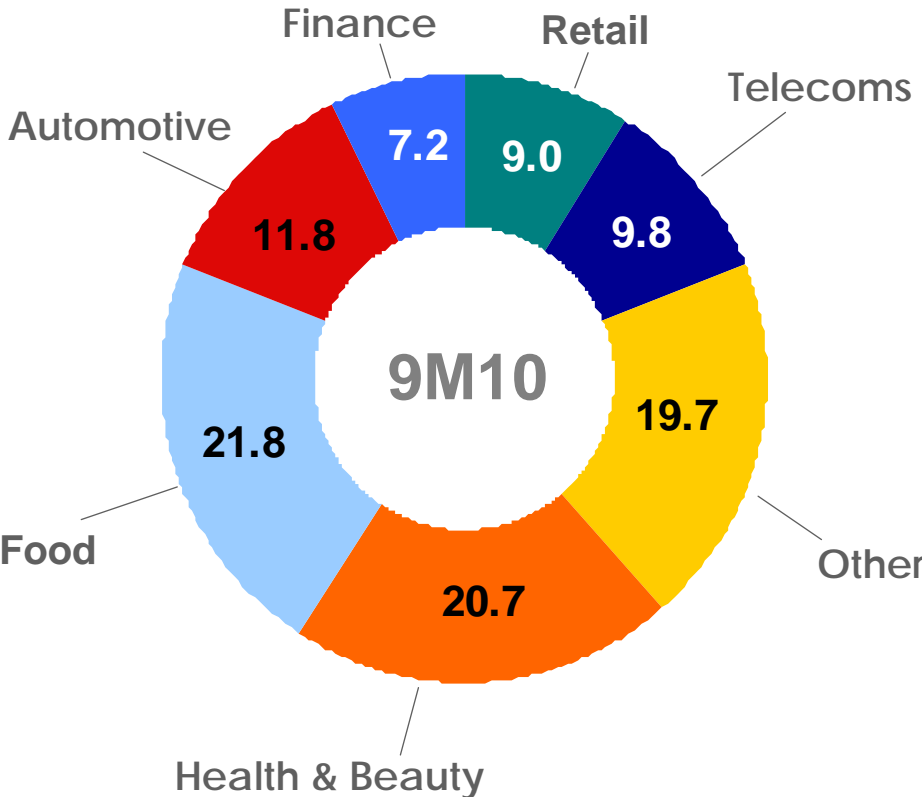
Source: Kantar Media Publiespaña  
Data: Telecinco, Factoria de Ficción,  
La Siete, Boing y Cincoshop



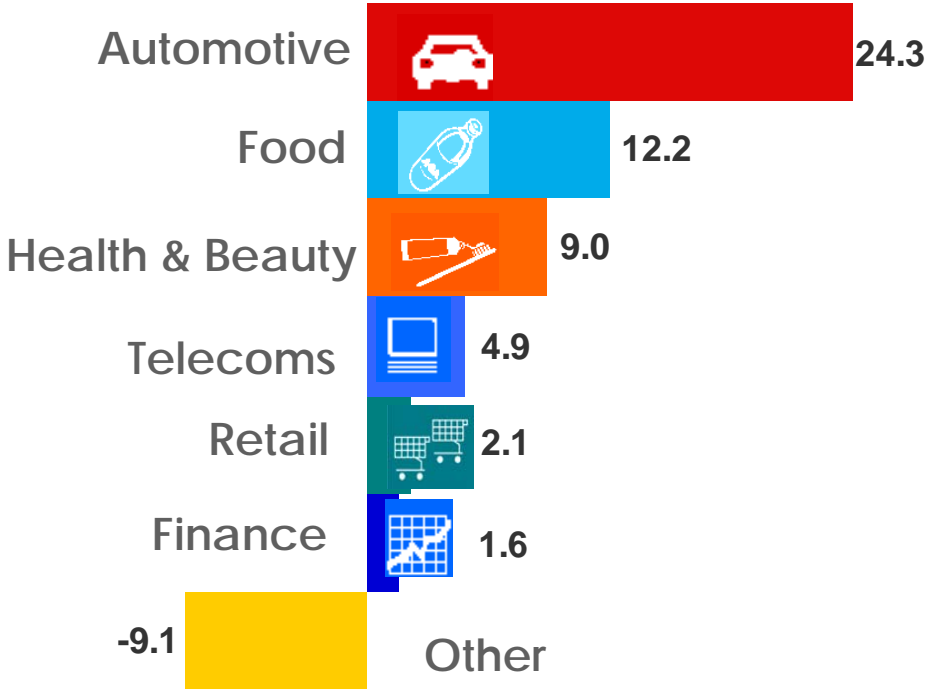
TL5 TV advertising revenues  
outperforms the market

TV advertising market by sectors

Sector Breakdown  
(% on total Adv sales)



Sector Growth  
(9M10 vs. 9M09)



# FINANCIAL RESULTS

(€million)	9M10	9M09	VAR %
<b>TOTAL NET REVENUES</b>	<b>622.4</b>	<b>432.2</b>	<b>44.0%</b>
<b>TOTAL COSTS</b>	<b>455.5 *</b>	<b>349.8 **</b>	<b>30.2%</b>
Personnel	58.8	59.3	-0.9%
Operating Costs	288.1	182.9	57.5%
Amortizations & Depreciations	108.7	107.6	1.0%
<b>EBITDA (1)</b>	<b>174.2</b>	<b>89.0</b>	<b>95.8%</b>
<b>EBIT</b>	<b>166.9</b>	<b>82.5</b>	<b>102.3%</b>
Pre-Tax Profit	1.3	58.5	-97.7%
<b>Net Profit Reported</b>	<b>32.2</b>	<b>62.2</b>	<b>-48.3%</b>
<b>Net Profit Adjusted (2)</b>	<b>121.2</b>	<b>78.5</b>	<b>54.4%</b>
EBITDA/ NET REVENUES	28.0%	20.6%	
EBIT/ NET REVENUES	26.8%	19.1%	
NET PROFIT Reported/ NET REVENUES	5.2%	14.4%	
NET PROFIT Adjusted/ NET REVENUES	19.5%	18.2%	

\* Including the reversal of a provision for €8 million

\*\* Including the reversal of a provision for €35 million

(1) Post-rights amortization

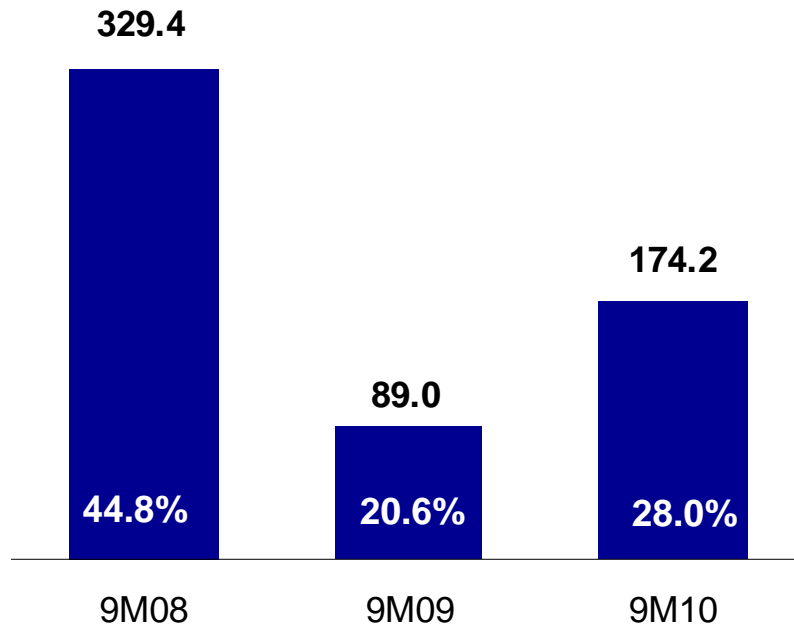
(2) Excluding the net impact of the amortization of the intangibles related to the PPA of Endemol and the write-off on the investment in Edam.

# FINANCIAL RESULTS

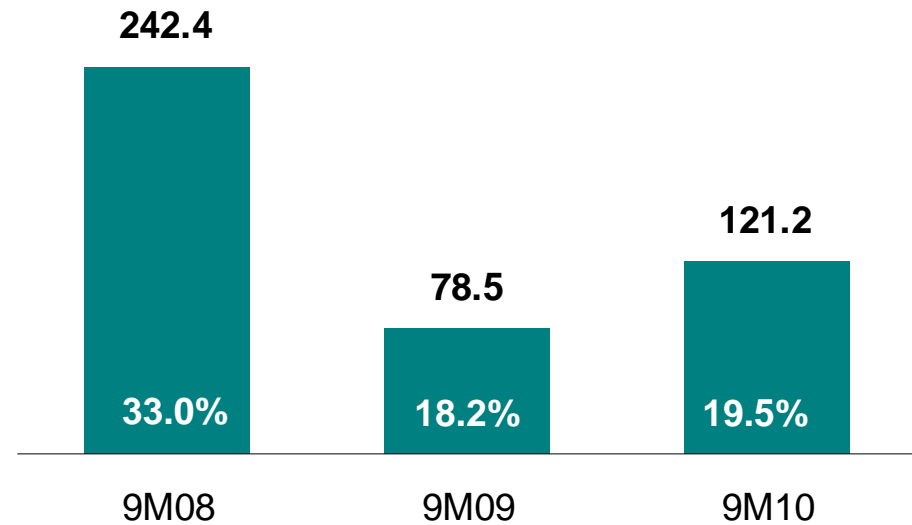
	9M10	9M09	Diff. in €million
Initial Cash Position	-156.0	-25.9	-130.2
Free Cash Flow	185.4	70.0	115.3
Cash Flow from Operations	279.6	195.4	84.1
Net Investments	-121.0	-135.8	14.8
Change in Net Working Capital	26.9	10.4	16.5
Change in Equity	1.4	-2.8	4.2
Financial Investments	-65.8	-9.8	-56.0
Dividends received	1.0	1.8	-0.8
Dividend payments	-48.4	-210.3	161.8
Total Net Cash Flow	73.5	-151.1	224.6
Final Cash Position	-82.5	-176.9	94.5
<b>Free Cash Flow/Total Net Revenues</b>	<b>29.8%</b>	<b>16.2%</b>	

# FINANCIAL RESULTS

EBITDA (in million €)  
EBITDA/ NET REVENUES (in %)

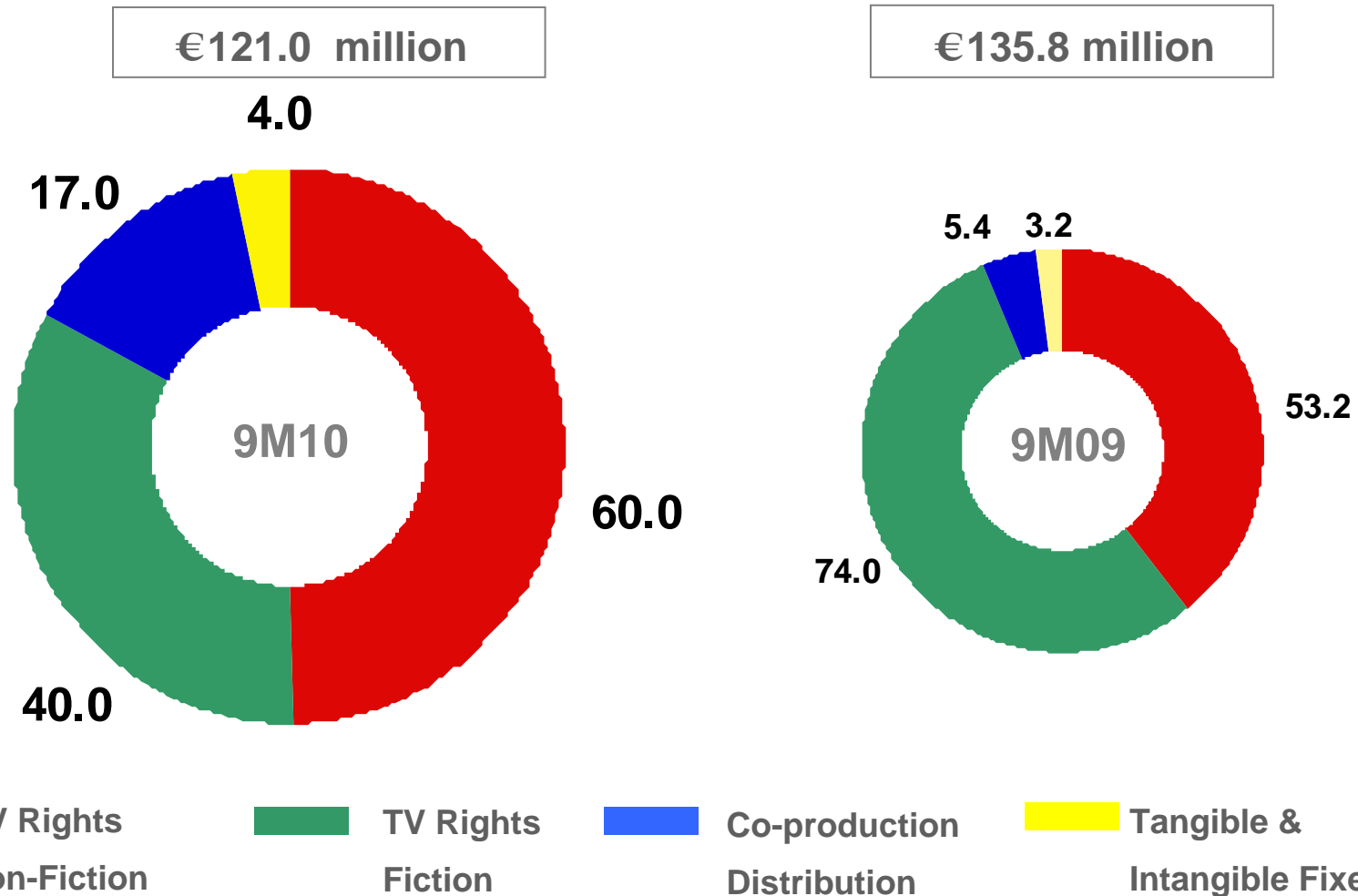


NET PROFIT Adjusted\* (in million €)  
NET PROFIT Adjusted\*/NET REVENUES (in %)



\* Adjusted Net Profit: excludes the accounting impact (after taxes) of the amortization of the intangibles resulting from the PPA of the Endemol acquisition and the write off of the participation in Edam.

# FINANCIAL RESULTS



Net Investments

**Back Up slides**



# FINANCIAL RESULTS

(€million)	9M10	9M09	VAR %
<b>Gross Adv. Revenues</b>	<b>601.9</b>	<b>414.5</b>	<b>45.2%</b>
- Multiplex Telecinco	572.9	406.5	40.9%
- Other	29.0	8.0	n.a.
<b>Discounts</b>	<b>-28.0</b>	<b>-19.8</b>	<b>41.2%</b>
<b>Net Advertising Revenues</b>	<b>573.9</b>	<b>394.6</b>	<b>45.4%</b>
<b>Other Revenues</b>	<b>48.5</b>	<b>37.6</b>	<b>29.1%</b>
<b>TOTAL NET REVENUES</b>	<b>622.4</b>	<b>432.2</b>	<b>44.0%</b>
<b>Personnel</b>	<b>58.8</b>	<b>59.3</b>	<b>-0.9%</b>
<b>Rights Amortization</b>	<b>101.4</b>	<b>101.1</b>	<b>0.3%</b>
<b>Other Operating Costs</b>	<b>288.1</b> **	<b>182.9</b> ***	<b>57.5%</b>
<b>Total Costs</b>	<b>448.3</b>	<b>343.3</b>	<b>30.6%</b>
<b>EBITDA adj*</b>	<b>174.2</b>	<b>89.0</b>	<b>95.8%</b>

\*\* Including the reversal of a provision for €8 million

\*\*\* Including the reversal of a provision for €35 million

\* Post-rights amortisation



# FINANCIAL RESULTS

(€million)	9M10	9M09	VAR %
<b>EBITDA adj*</b>	<b>174.2</b>	<b>89.0</b>	<b>95.8%</b>
Other Amortization & Depreciation	-7.3	-6.5	12.6%
<b>EBIT</b>	<b>166.9</b>	<b>82.5</b>	<b>102.3%</b>
Equity Consolidated Results	-168.8	-26.4	n.a.
Financial Results	3.3	2.3	n.a.
<b>EBT</b>	<b>1.3</b>	<b>58.5</b>	<b>-97.7%</b>
Income taxes	-0.1	0.0	n.a.
Minority Interests	30.9	3.7	n.a.
<b>Net Profit reported</b>	<b>32.2</b>	<b>62.2</b>	<b>-48.3%</b>
<b>Net Profit adjusted**</b>	<b>121.2</b>	<b>78.5</b>	<b>54.4%</b>

\*Post-rights amortisation

\*\*Excluding the net impact of the amortization of the intangibles related to the PPA of Endemol and of the write-off of the participation in Edam

# FINANCIAL RESULTS

	9M10	9M09	2009
<b>Fixed assets</b>	<b>124.6</b>	<b>306.0</b>	<b>221.7</b>
-Financial	75.0	252.4	168.7
-Non Financial	49.7	53.6	53.0
<b>Audiovisual Rights and Pre-payments</b>	<b>206.7</b>	<b>221.4</b>	<b>194.0</b>
-TV, Third Party Rights	136.9	123.1	121.3
-TV, Spanish Fiction Rights	32.2	31.1	37.1
-Co-production / distribution	37.6	67.2	35.6
<b>Pre-paid taxes</b>	<b>132.8</b>	<b>81.3</b>	<b>108.2</b>
<b>TOTAL NON-CURRENT ASSETS</b>	<b>464.1</b>	<b>608.7</b>	<b>523.9</b>
<b>Current assets</b>	<b>155.8</b>	<b>124.8</b>	<b>199.5</b>
Financial investments and cash	63.9	12.3	10.7
<b>TOTAL CURRENT ASSETS</b>	<b>219.8</b>	<b>137.1</b>	<b>210.2</b>
<b>TOTAL ASSETS</b>	<b>683.9</b>	<b>745.8</b>	<b>734.1</b>
<b>Shareholders' equity</b>	<b>252.5</b>	<b>311.0</b>	<b>291.6</b>
<b>Non-current provisions</b>	<b>21.7</b>	<b>45.2</b>	<b>21.3</b>
<b>Non-current payables</b>	<b>0.8</b>	<b>0.4</b>	<b>0.3</b>
<b>Non-current financial liabilities</b>	<b>98.0</b>	<b>75.9</b>	<b>90.7</b>
<b>TOTAL NON-CURRENT LIABILITIES</b>	<b>120.5</b>	<b>121.5</b>	<b>112.3</b>
<b>Current payables</b>	<b>262.4</b>	<b>199.9</b>	<b>254.2</b>
<b>Current financial liabilities</b>	<b>48.5</b>	<b>113.3</b>	<b>76.0</b>
<b>TOTAL CURRENT LIABILITIES</b>	<b>310.9</b>	<b>313.3</b>	<b>330.2</b>
<b>TOTAL LIABILITIES</b>	<b>683.9</b>	<b>745.8</b>	<b>734.1</b>

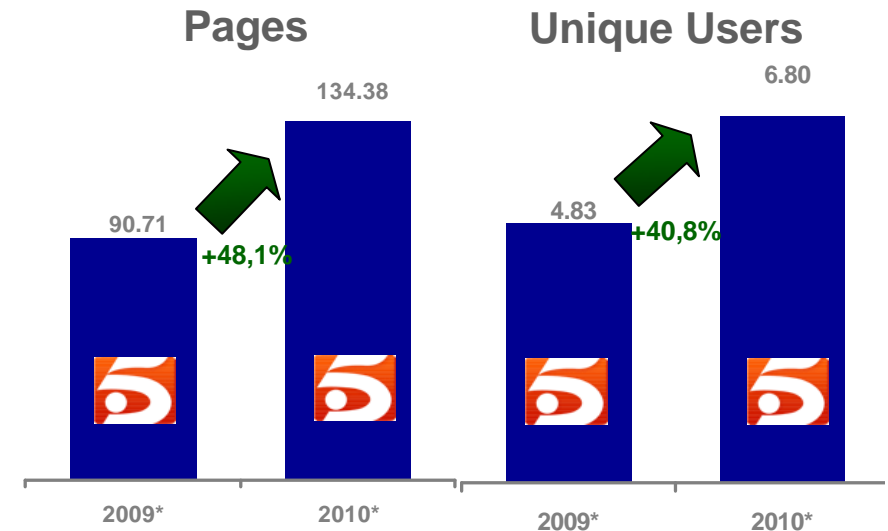
**Nº2** page among the other broadcaster's webs

2010*	Unique Users	Page viewed
RTVE.es	7.81	200.94
<b>Telecinco.es</b>	<b>6.80</b>	<b>134.38</b>
Antena3TV.com	5.94	114.76

**Nº5** web in the ranking of the media companies

2010*	Unique Users	Page viewed
Marca.com	27.33	661.22
EIMundo.es	24.89	363.69
20Minutos.es	11.73	97.12
RTVE.es	7.81	200.94
<b>Telecinco.es</b>	<b>6.80</b>	<b>134.38</b>

In the first nine months of 2010 Telecinco improves its records of single users and viewed pages.



Source: Nielsen Online (data obtained with Country Market Intelligence), audited by OJD

\*First nine months 2010 and 2009 average; data in million

# Investor Relations Department

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

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*The shares of Telecinco may not be offered or sold in the United States of America except pursuant to an effective registration statement under the U.S. Securities Act of 1933, as amended, or pursuant to a valid exemption from registration*

**GESTEVISION TELECINCO S.A.**



**TELECINCO**



**Company Presentation**

**[www.telecinco.es/inversores/en/](http://www.telecinco.es/inversores/en/)**

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