Bertelsmann SE & Co. KGaA

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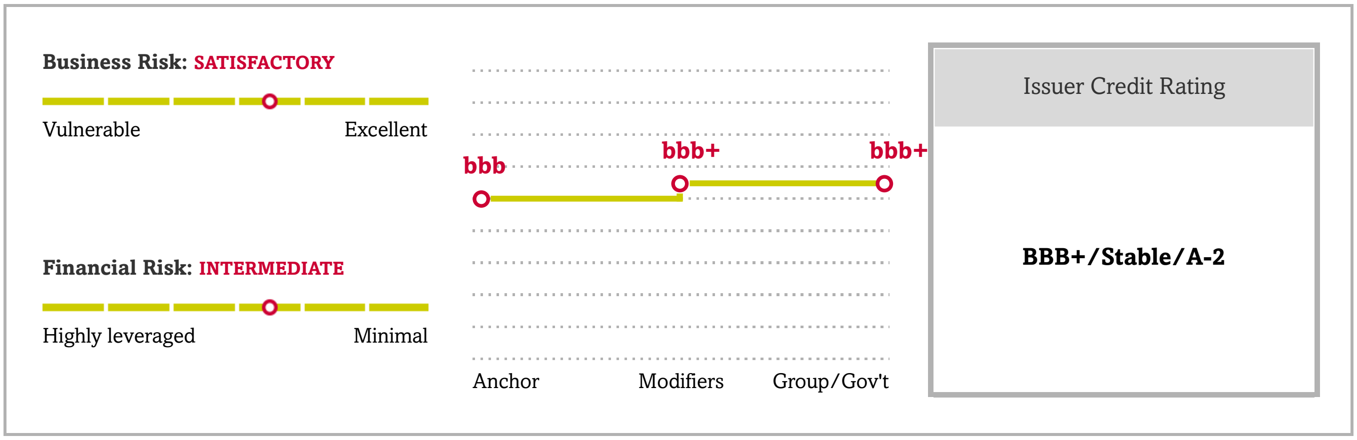


Credit Highlights

Overview

Key Strengths	Key Risks
Diversified operations across various media segments (broadcasting, publishing, printing, and a small but growing operation in education) and business services industries.	Exposure to economic cycles is particularly high in advertising (23% of the group's revenues at year-end 2018).
Strong, established market positions in its main markets.	Exposure to structural changes in the media sector.
Strong conversion of profits into operating cash flow.	Likely absorption of most of the group's internally generated cash flow into capital expenditures (capex) and bolt-on acquisitions.
Clearly articulated financial policy and strong commitment to maintaining credit metrics commensurate with its 'BBB+' rating.	

We anticipate Bertelsmann will remain the leading and most diversified European media company. With €17.7 billion of revenues generated in 2018, Bertelsmann has a presence in content production; broadcasting; book, magazine, and music publishing; business services; and online education. Bertelsmann is one of the most diverse European media companies in terms of business and geography. Nevertheless, S&P Global Ratings believes that the group's profits remain somewhat concentrated in some businesses and locations, with about 52% of the group's 2018 reported operating EBITDA coming from RTL, and about 33% of 2018 consolidated revenues generated in Germany.

Bertelsmann's growth businesses and diversified operations will support above-average organic growth rates and stable margins. Growth businesses (which include the digital operations of RTL Group and Gruner + Jahr; the TV production company Fremantle; digital streaming operations of the music business BMG; service businesses in the Arvato division; and the education business) now contribute 34% of the group's total revenues, while structurally declining printing activities represent a minor share of 4% of total revenues. Bertelsmann's business and geographic diversity also helps cushion any operational setbacks affecting parts of the group. Moreover, Bertelsmann is intensifying the collaboration and synergies between its different business lines. In particular, it has launched a content alliance in Germany, a cooperation between all content businesses for developing and marketing mutual formats across divisions. As an example, a scripted drama produced by Fremantle could use music rights held by BMG.

We expect Bertelsmann to restore some financial flexibility throughout 2019 on the back of free operating cash flow generation and financial discipline. The group's acquisition of online education provider OnCourse Learning at the end of 2018 increased adjusted debt to EBITDA to 2.6x as of Dec. 31, 2018. We expect the deviation from our base case will be temporary. We forecast adjusted debt to EBITDA of around 2.5x or below at year-end 2019, supported by free operating cash flow (FOCF) of €900 million-€1 billion per year, several assets disposals (which have been either completed already or clearly identified by management), and very limited mergers and acquisitions.

Outlook: Stable

The stable outlook on Bertelsmann and its core subsidiary RTL Group S.A. reflects our view that Bertelsmann's operating performance and credit metrics will remain fairly stable over the next two years. We view S&P Global Ratings-adjusted debt to EBITDA of around 2.5x and FOCF to debt above 15% as commensurate with the 'BBB+' rating.

The stable outlook encompasses the group's publicly stated financial policy and long track record of maintaining a Bertelsmann-adjusted ratio of net debt to EBITDA (the adjustment is similar to S&P Global Ratings') of less than 2.5x and management's track record of taking the necessary steps to comply with this target.

Downside scenario

We could lower the ratings on Bertelsmann and RTL if Bertelsmann's leverage were to persistently and materially exceed 2.5x, or if the group's adjusted FOCF-to-debt ratio were to fall below 15% for an extended period. Factors that could contribute to such a development include a decline in the group's operating performance or an unexpected change in the group's financial policy, including aggressive debt-financed acquisitions or additional returns to the shareholder.

Upside scenario

We could raise the rating if, assuming unchanged financial policy and credit metrics, the group continues its profitable diversification away from advertising and free-to-air television thanks to its international and digital expansion (including its education business). Any upgrade would also hinge on Bertelsmann further increasing its scale.

Our Base-Case Scenario

Assumptions

- Bertelsmann's performance is correlated to the GDP growth in its main countries of operations, Germany (for which we project 0.5% GDP growth for 2019 and 1.3% in 2020) and France (1.4% in 2019 and 1.5% in 2020). Together, these two countries contribute nearly 50% of the group's revenues. Sensitivity to economic cycles is particularly high in advertising (23% of the group's revenues at year-end 2018), while it is less pronounced in other divisions such as publishing.
- Moderate growth in revenues from the €17.7 billion reported in 2018, and fairly stable S&P Global Ratings-adjusted EBITDA margins of around 14%.
- Working capital outflows of about €150 million annually, with further investment in the music division and scripted shows productions.
- Stable capex of about €600 million-€700 million annually as the group pursues its organic expansion.
- Dividend distribution of less than €500 million annually.
- Excess cash flows partly absorbed by bolt-on acquisitions, which we believe are likely to be around €300 million annually as cash is allocated in priority to organic growth. In 2019, this amount includes the potential acquisition of Lagardère's TV business by M6, a subsidiary of Bertelsmann, for about €200 million, as announced by the Bertelsmann.
- Asset disposals of about €300 million that the group has completed or signed in the first quarter of 2019.

Key Metrics

	2018A	2019E	202E
Debt to EBITDA (x)	2.6	~2.5	~2.5
FOCF to debt (%)	13.1	15-20	15-20
DCF to debt (%)	3.9	~10.0	~10.0

A--Actual. E--Estimate. FOCF--Free operating cash flow. DCF--Discretionary cash flow.

Base-case projections

Our favorable view of Bertelsmann's operational and geographic diversification is tempered by its exposure to the cyclical advertising market, mostly through its broadcasting activities. We believe that its advertising revenues expose the group to economic cyclicality, making it more vulnerable in a downturn. However, we note that its exposure has slightly reduced to 23% of total revenues in 2018 from 26% the year before.

We believe that Bertelsmann's performance is strongly linked to the fundamentals of the industries it operates in, namely the ongoing shift in media consumption and digital disruption. Over the past years, Bertelsmann has transformed itself to lower its exposure to structurally declining businesses and take advantage of new growth opportunities. Hence it achieved organic revenue growth of 2.7% in 2018. We expect the group will sustain a similar level of organic growth in the next two years, which is supported by the sound 3.5% organic growth that it reported in the first quarter of 2019. We base our projection on:

- Good operating performance of free-to-air broadcaster and content producer RTL, driven by strong demand for quality content and investments in dynamic online videos.
- Limited growth at book publisher Penguin Random House (PRH), as PRH operates in a stable and mature market. E-book sales have declined over the past few years, compensated by growth in the audiobooks market.
- Continued overall good performance of Arvato, underpinned by the growing characteristics of the industry that Arvato serves (including financial services and supply chain management).
- Dynamic growth at music publishing group BMG, underpinned by the success of music streaming platforms such as Spotify and Apple music, which have led to a significant rebound of the music industry.
- Some stabilization in the magazines divisions, with some potential upside coming from the growth of Grüner + Jahr's digital operations.
- Modest decline of the printing division, due to the secular decline of this activity.
- Strong growth (but from a small base) of the group's online education division, which could reach €1 billion of revenues within the next three to five years.
- We also foresee a fairly stable level of profitability reflecting the growth of RTL and BMG but hampered by the decline of printing and breakeven profitability in the start-up education segment.

Cash flows metrics in 2017 and 2018 were exceptionally weak, and we do not expect such a level to persist. Over the past two years, Bertelsmann's cash flow generation was depressed after the transaction with Pearson on PRH, spending on the business transformation, integration of acquisitions, and higher tax payments. Going forward, as it switches its strategy from M&A to organic growth, the group will focus more on cash flow generation and we expect an improvement in the group's adjusted FOCF to debt to 15%-20% and discretionary cash flow to debt to about 10%. This is despite our anticipation of further working capital outflows and stable capex to support the group's organic growth. In particular, we believe that FremantleMedia's increased focus on high-end drama, mirroring the increasing demand from audiences for these types of productions, will result in higher working capital outflows and higher capex than in the past, due to the longer payback period and the more capex-intensive nature of scripted versus unscripted shows.

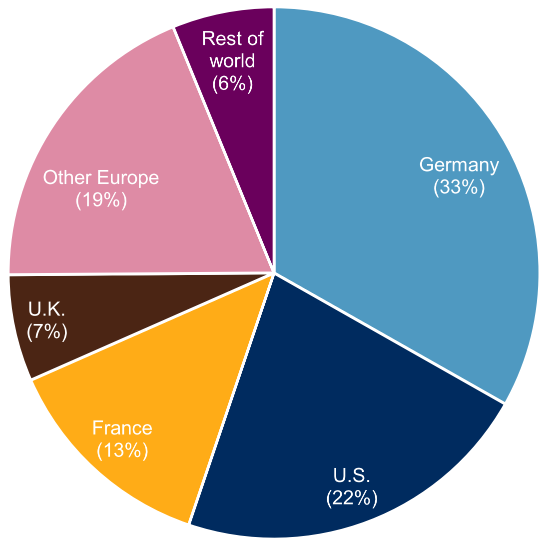
Company Description

With €17.7 billion of revenues generated in 2018, Germany-based Bertelsmann is a diversified global media group, with a number of distinct business units, including broadcaster RTL Group S.A., book publisher Penguin Random House, magazine publisher Gruner + Jahr, music publisher BMG, media-related services Arvato, Bertelsmann Printing Group, Bertelsmann Education Group, and Bertelsmann Investments.

Bertelsmann's 75%-owned subsidiary RTL is the leading entertainment network in Europe, with interests in 61 television channels and 30 radio stations, and content production throughout the world.

Chart 1

Bertelsmann SE & Co. KGaA Revenue Breakdown In 2018



Business Risk: Satisfactory

Our assessment of Bertelsmann's business risk profile reflects the group's diversified media portfolio, thanks to its presence in multiple media and services segments across various countries and subsectors. We also factor in the group's strong market positions and brand recognition.

Bertelsmann's business units operate in different markets with limited overlap and we view it as one of the most diversified companies among the media companies we rate. We view this degree of diversity as positive for the stability of the group's consolidated earnings and ultimately its credit ratios.

Bertelsmann holds strong market positions in its main markets of operation, which we believe further supports the group's stable earnings and cash flows. In particular, it is the No. 1 entertainment network in Europe through RTL's TV channels and radio stations and is a leading player in content production through RTL's FremantleMedia production arm. In addition, PRH is the world's leading publishing company, and Gruner + Jahr is a prominent European magazine and periodical publisher. Furthermore, Arvato holds top positions across a variety of business services, while BMG holds the No. 4 position in the music publishing market worldwide.

However, these supportive factors are partially offset by Bertelsmann's exposure to the media sector's cyclical nature and ongoing structural changes.

The structural shift away from traditional media consumption patterns to predominantly online, user-directed, and often segmented media consumption habits across multiple devices and delivery channels means that we expect that Bertelsmann will continue to invest in digital technologies to maintain its relevance and market positions. This includes increasing its presence in the online video segment (where it is now a leading player in Europe but where monetization of users remains a challenge, as it does for most industry players) and in digital and programmatic advertising (including the ongoing creation of a global and independent monetization platform for broadcasters and video-on-demand services).

Moreover, the multiplication of devices, such as smartphones and tablets, on top of traditional TV, has led to increased media consumption (at home or on the go; live, on-demand, or replay), but also to a proliferation of media choices. The latter has resulted in increased competition among industry players and a greater strategic importance of content. Bertelsmann's production studio FremantleMedia returned to growth in 2017, with some of its successful and returning (and therefore very profitable) entertainment shows supporting the improvement in profitability. We believe that, in the context of increasing demand for high quality content, FremantleMedia is well positioned and has a strong pipeline of scripted and unscripted shows. However, we believe that attracting and retaining creative talent, as well as producing high quality content to meet the expectations of an ever-more demanding audience, may ultimately weigh on FremantleMedia's margins.

We believe that Bertelsmann does not yet have the scale of peers such as ATT-Time Warner Inc., Comcast Corp., or The Walt Disney Co., whose business risk profile we assess as stronger, even though we understand that Bertelsmann's reach is increasing thanks to its multiple-platform strategy, including multiple channels on YouTube, where most online videos are consumed. Bertelsmann's strategy to increase scale also focuses on its several growth platforms in different unrelated business. But because the above-mentioned peers are more focused on media-related activities (while Bertelsmann also has operations in financial services and online education, for example), they tend to have a greater reach. In particular, Disney has an unparalleled collection of iconic brands, which includes Disney, Star Wars, Marvel, Pixar, and Avatar. The breadth and depth of Disney's studios is greatly enhanced with the addition of the 20th Century Fox studio and library. Its global distribution footprint was greatly enhanced by Fox's cable networks and subscription video-on-demand services and the company has broad diversity in its media and entertainment businesses. In our view, Disney remains the preeminent company for monetizing intellectual property across the full breadth of its businesses.

Peer comparison

Table 1

Bertelsmann SE & Co. KGaA--Peer Comparison				
Industry sector: Miscellaneous media and entertainment				
	Bertelsmann SE & Co. KGaA	**ITV PLC**	**Comcast Corp.**	**Walt Disney Co. (The)**
Rating as of May 20, 2019	BBB+/Stable/A-2	BBB-/Stable/A-3	A-/Negative/A-2	A/Stable/A-1
	--Fiscal year ended--			
	Dec. 31, 2018	Dec. 31, 2018	Dec. 31, 2018	Sep. 29, 2018

Table 1

Bertelsmann SE & Co. KGaA--Peer Comparison (cont.)

Industry sector: Miscellaneous media and entertainment

	Bertelsmann SE & Co. KGaA	ITV PLC	Comcast Corp.	Walt Disney Co. (The)
(Mil. €)				
Revenues	17,673.0	3,574.5	82,546.3	51,151.7
EBITDA	2,523.9	973.5	27,644.4	16,854.5
FFO	1,737.8	791.9	22,846.7	14,238.0
Interest Expense	201.1	70.3	3,498.0	850.4
Cash Interest Paid	252.1	79.2	2,740.7	806.5
Cash flow from operations	1,446.4	510.3	21,587.2	12,582.1
Capital expenditures	575.0	91.3	10,628.9	3,735.2
Free operating cash flow	871.4	419.0	10,958.3	8,846.9
Discretionary cash flow	256.2	53.9	3,141.9	3,603.9
Cash and short-term investments	1,398.0	105.8	3,331.3	3,571.7
Debt	6,652.2	1,806.2	100,142.1	20,577.2
Equity	10,463.0	945.1	64,475.7	45,469.7
Adjusted ratios				
EBITDA margin (%)	14.3	27.2	33.5	32.9
Return on capital (%)	9.0	29.1	11.9	19.7
EBITDA interest coverage (x)	12.6	13.9	7.9	19.8
FFO cash interest coverage (x)	7.9	11.0	9.3	18.7
Debt/EBITDA (x)	2.6	1.9	3.6	1.2
FFO/debt (%)	26.1	43.8	22.8	69.2
Cash flow from operations/debt (%)	21.7	28.3	21.6	61.1
Free operating cash flow/debt (%)	13.1	23.2	10.9	43.0
Discretionary cash flow/debt (%)	3.9	3.0	3.1	17.5

FFO--Funds from operations.

Financial Risk: Intermediate

Our assessment of Bertelsmann's financial risk profile reflects our forecast that the group will maintain a debt-to-EBITDA ratio close to 2.5x and an FOCF-to-debt ratio in the 10%-15% range.

We forecast that internally generated cash flows will continue to be absorbed primarily by investment in organic growth, as well as by dividends, and to a lower extent by bolt-on acquisitions. Taking into account the group's private ownership and therefore its reduced access to equity funding, we believe that Bertelsmann has limited financial flexibility. However, we note the presence of some liquid assets in the group's portfolio, which we believe could be used as a source of funds in the event of a distressed scenario.

Financial summary

Table 2

Bertelsmann SE & Co. KGaA--Financial Summary					
Industry sector: Miscellaneous media and entertainment					
	--Fiscal year ended Dec. 31--				
(Mil. €)	**2018**	**2017**	**2016**	**2015**	**2014**
Revenues	17,673.0	17,190.0	16,950.0	17,141.0	16,675.0
EBITDA	2,523.9	2,635.4	2,562.7	2,406.0	2,239.7
FFO	1,737.8	1,971.2	2,073.6	1,909.9	1,559.2
Interest Expense	201.1	198.2	211.1	249.1	245.5
Cash Interest Paid	252.1	230.2	255.1	210.1	293.5
Cash flow from operations	1,446.4	1,622.3	1,923.4	1,622.9	1,464.0
Capital expenditures	575.0	647.0	638.0	590.0	536.0
Free operating cash flow	871.4	975.3	1,285.4	1,032.9	928.0
Discretionary cash flow	256.2	(625.0)	679.1	374.6	163.0
Cash and short-term investments	1,398.0	1,440.0	1,373.0	1,310.0	1,329.0
Gross available cash	1,398.0	1,440.0	1,373.0	1,310.0	1,329.0
Debt	6,652.2	6,201.9	6,282.8	5,910.2	6,385.9
Equity	10,463.0	9,744.0	10,520.0	10,059.0	8,381.0
Adjusted ratios					
EBITDA margin (%)	14.3	15.3	15.1	14.0	13.4
Return on capital (%)	9.0	10.8	11.1	10.8	10.1
EBITDA interest coverage (x)	12.6	13.3	12.1	9.7	9.1
FFO cash interest coverage (x)	7.9	9.6	9.1	10.1	6.3
Debt/EBITDA (x)	2.6	2.4	2.5	2.5	2.9
FFO/debt (%)	26.1	31.8	33.0	32.3	24.4
Cash flow from operations/debt (%)	21.7	26.2	30.6	27.5	22.9
Free operating cash flow/debt (%)	13.1	15.7	20.5	17.5	14.5
Discretionary cash flow/debt (%)	3.9	(10.1)	10.8	6.3	2.6

FFO--Funds from operations.

Liquidity: Strong

Our short-term rating on Bertelsmann is 'A-2'. We assess the group's liquidity as strong, reflecting our view that its liquidity sources will exceed its funding needs by more than 1.8x over the next 24 months.

In addition, our assessment considers qualitative factors such as our view of Bertelsmann's good standing and access to bank funding and debt capital markets. Also, we take into account that the group's liquidity is supported by strong cash conversion of operating profit into free cash flow.

Principal Liquidity Sources	Principal Liquidity Uses
As of Dec. 31, 2018: • €1.4 billion in cash and cash equivalents. • Forecast sizable funds from operations of approximately €1.7 billion. • Fully available committed bank lines of €1.2 billion maturing in 2021. • Asset sales of €300 million already completed or signed.	As of Dec. 31, 2018: • €667 million of short-term debt maturities. • Working capital requirements of €325 million, including intrayear swings. • Capex of about €650 million per year. • Dividend distribution of less than €500 million.

Debt maturities

As of Dec. 31, 2018:

- Due by Dec. 31, 2019: €667 million
- Due by Dec. 31, 2024: €2,039 million
- Thereafter: €2,631 million

Environmental, Social, And Governance
We believe that Bertelsmann's satisfactory management and governance mitigates the social risks that are typically associated with media companies that produce and/or disseminate content (through its broadcasting, publishing and magazine divisions) by closely monitoring them. Over the years, Bertelsmann's management has shown a good track record of strategic planning and execution and the management team has been quite stable, which compares favorably to large investment-grade media companies we rate in Europe. As an example, Thomas Rabe, the group CEO since 2012, was previously CFO of RTL Group for six years and CFO of Bertelsmann for another six years. We believe that being a private group reduces the pressure on Bertelsmann's short-term operations as well as shareholder returns, compared with its listed peers. This is further evidenced by Bertelsmann's historically stable and moderate dividends.

Group Influence

We assess RTL as a core subsidiary of Bertelsmann, which owns 75.1% of its shares. In particular, we view RTL--which contributes the lion's share of Bertelsmann's profits and cash flows--as integral to the group strategy.

Though they do not share the same name, we believe that RTL is closely linked to Bertelsmann's reputation, brand,

and risk management. In addition, we assume Bertelsmann exerts its dominating influence on RTL's capital structure, with RTL's only on-balance-sheet debt being provided by Bertelsmann through a term loan and a revolving credit facility.

Issue Ratings - Subordination Risk Analysis

Capital structure

All the debt of the group is located at the Bertelsmann level. All the debt is unsecured and pari passu.

Analytical conclusions

There is no structural or contractual subordination and we therefore rate the unsecured debt at 'BBB+', the same level as our issuer credit rating on Bertelsmann.

Reconciliation

Table 3

Reconciliation Of Bertelsmann SE & Co. KGaA Reported Amounts With S&P Global Ratings' Adjusted Amounts (Mil. €)

	--Fiscal year ended Dec. 31, 2018--								
Bertelsmann SE & Co. KGaA reported amounts									
	Debt	**Shareholders' equity**	**EBITDA**	**Operating income**	**Interest expense**	**S&P Global Ratings' adjusted EBITDA**	**Cash flow from operations**	**Dividends**	**Capital expenditure**
Reported	5,750.0	8,474.0	2,469.0	1,620.0	115.0	2,523.9	1,437.0	536.0	620.0
S&P Global Ratings' adjustments									
Cash taxes paid	--	--	--	--	--	(534.0)	--	--	--
Cash taxes paid - Other	--	--	--	--	--	--	--	--	--
Cash interest paid	--	--	--	--	--	(196.0)	--	--	--
Operating leases	1,100.6	--	279.5	76.3	76.3	(76.3)	203.2	--	--
Intermediate hybrids reported as debt	(625.0)	625.0	--	--	(20.3)	20.3	20.3	20.3	--
Postretirement benefit obligations/deferred compensation	1,620.4	--	2.0	2.0	30.0	--	--	--	--
Accessible cash and liquid investments	(1,247.7)	--	--	--	--	--	--	--	--
Capitalized development costs	--	--	(45.0)	(1.0)	--	--	(45.0)	--	(45.0)
Share-based compensation expense	--	--	9.4	--	--	--	--	--	--
Dividends received from equity investments	--	--	86.0	--	--	--	--	--	--

Table 3

Reconciliation Of Bertelsmann SE & Co. KGaA Reported Amounts With S&P Global Ratings' Adjusted Amounts (Mil. €) (cont.)

Income (expense) of unconsolidated companies	--	--	(57.0)	--	--	--	--	--	--
Nonoperating income (expense)	--	--	--	15.0	--	--	--	--	--
Reclassification of interest and dividend cash flows	--	--	--	--	--	--	(169.0)	--	--
Noncontrolling interest/minority interest	--	1,364.0	--	--	--	--	--	--	--
Debt - Contingent considerations	8.0	--	--	--	--	--	--	--	--
Debt - Put options on minority stakes	46.0	--	--	--	--	--	--	--	--
EBITDA - Foreign exchange gain/(loss)	--	--	(3.0)	(3.0)	--	--	--	--	--
EBITDA - Valuation gains/(losses)	--	--	(157.0)	(157.0)	--	--	--	--	--
EBITDA - Business divestments	--	--	(6.0)	(6.0)	--	--	--	--	--
EBITDA - Other	--	--	(54.0)	(54.0)	--	--	--	--	--
Total adjustments	902.2	1,989.0	54.9	(127.7)	86.1	(786.1)	9.4	20.3	(45.0)
S&P Global Ratings' adjusted amounts									
	Debt	**Equity**	**EBITDA**	**EBIT**	**Interest expense**	**Funds from operations**	**Cash flow from operations**	**Dividends paid**	**Capital expenditures**
Adjusted	6,652.2	10,463.0	2,523.9	1,492.3	201.1	1,737.8	1,446.4	556.3	575.0

Ratings Score Snapshot

Issuer Credit Rating

BBB+/Stable/A-2

Business risk: Satisfactory

- **Country risk:** Very low
- **Industry risk:** Intermediate
- **Competitive position:** Satisfactory

Financial risk: Intermediate

- **Cash flow/Leverage:** Intermediate

Anchor: bbb

Modifiers

- **Diversification/Portfolio effect:** Neutral (no impact)
- **Capital structure:** Neutral (no impact)
- **Financial policy:** Neutral (no impact)
- **Liquidity:** Strong (no impact)
- **Management and governance:** Satisfactory (no impact)
- **Comparable rating analysis:** Positive (+1 notch)

Related Criteria

- Criteria | Corporates | General: Corporate Methodology: Ratios And Adjustments, April 1, 2019
- Criteria - Corporates - General: Reflecting Subordination Risk In Corporate Issue Ratings, March 28, 2018
- General Criteria: Methodology And Assumptions: Assigning Equity Content To Hybrid Capital Instruments Issued By Corporate Entities And Other Issuers Not Subject To Prudential Regulation, Jan. 16, 2018
- General Criteria: Methodology For Linking Long-Term And Short-Term Ratings, April 7, 2017
- Criteria | Corporates | General: Methodology And Assumptions: Liquidity Descriptors For Global Corporate Issuers, Dec. 16, 2014
- Criteria | Corporates | Industrials: Key Credit Factors For The Media And Entertainment Industry, Dec. 24, 2013
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Business And Financial Risk Matrix

Business Risk Profile	Financial Risk Profile					
	Minimal	Modest	**Intermediate**	Significant	Aggressive	Highly leveraged
Excellent	aaa/aa+	aa	a+/a	a-	bbb	bbb-/bb+
Strong	aa/aa-	a+/a	a-/bbb+	bbb	bb+	bb
Satisfactory	a/a-	bbb+	**bbb/bbb-**	bbb-/bb+	bb	b+
Fair	bbb/bbb-	bbb-	bb+	bb	bb-	b
Weak	bb+	bb+	bb	bb-	b+	b/b-
Vulnerable	bb-	bb-	bb-/b+	b+	b	b-

Ratings Detail (As Of June 11, 2019)*

Bertelsmann SE & Co. KGaA	
Issuer Credit Rating	BBB+/Stable/A-2
Junior Subordinated	BBB-
Senior Unsecured	BBB+
Issuer Credit Ratings History	
23-May-2011	BBB+/Stable/A-2
10-Jun-2009	BBB/Stable/A-2
16-Feb-2009	BBB+/Negative/A-2
Related Entities	
RTL Group S.A.	
Issuer Credit Rating	BBB+/Stable/A-2

*Unless otherwise noted, all ratings in this report are global scale ratings. S&P Global Ratings' credit ratings on the global scale are comparable across countries. S&P Global Ratings' credit ratings on a national scale are relative to obligors or obligations within that specific country. Issue and debt ratings could include debt guaranteed by another entity, and rated debt that an entity guarantees.