

H1 2006 consolidated net profit: € 171.5 M

Boulogne, August 29, 2006

TF1 Board of Directors met on August 29, 2006, under the chairmanship of Patrick Le Lay, and examined the following H1 2006 financial statements:

| CONSOLIDATED FIGURES* (€M) | H1 2006 | H1 2005 | 2005 | Change 06/05 |
|--|----------------------------------|-----------------------------------|------------------------------------|------------------------------|
| Total revenue** Incl. TF1 channel advertising revenue Other activities | 1,385.6 923.1 462.5 | 1,287.8 <i>881.2 406.6</i> | 2,508.4 1,647.5 860.9 | + 7.6% + 4.8% + 13.7% |
| Current operating profit Incl. Other activities*** | 208.8 48.4 | 249.7 46.6 | 339.0 <i>76.0</i> | - 16.4% + 3.9% |
| Cost of net debt | (5.2) | (6.0) | (12.3) | - 13.3% |
| Net profit of held-for-sale operations (TPS) | 30.2 | 2.4 | 14.2 | NS |
| Net profit | 171.5 | 176.6 | 236.3 | - 2.9% |

^{*} All financial data are presented in accordance with IFRS and take into account the specific provisions of IFRS 5

For first half 2006, TF1 Group consolidated revenue (continuing activities) increased by 7.6% to €1,385.6 M. The TF1 channel's net advertising revenue rose by 4.8% to €923.1 M, and revenue from other businesses also grew by 13.7% to €462.5M.

The first eight months of the year showed contrasting advertising trends. The first quarter posted a weak growth, while the period from April to July was marked by a strong recovery on advertising investments. But, August is down.

TF1 Group current operating income (excl. TPS) for first half 2006 was down 16.4% to €208.8 million. This decrease was mainly due to the *Football World Cup* (€ 90M out of a total of €112M) effects under programming costs and to *Turin Winter Olympics* costs (Eurosport). As a consequence, the second half of the year will be lower impacted by the *Football World Cup* costs. For the full year 2006, the increase of TF1 channel programming costs should be limited to 3% (excluding the Football World Cup).

Other activities' current operating profit was up to 3.9%.

Net income attributable to the Group decreased by 2.9% to $\ensuremath{\mathfrak{e}}$ 171.5 M.

<u>NB</u>: Forecasts included in this press release reflect elements currently known by TF1. They depend on economics fluctuations of the coming months.

At June 30, 2006, the Group's shareholders' funds totalled \in 1,078.4 M on a balance sheet total of \in 3,760.4 M. Total Group net debt (continuing activities + held-for-sale activities) stood at \in 495.2 M, that is, 45.9% of shareholders' funds.

Outlook

For 2006, the French TV net advertising revenue should grow by 3.5% - 4%, according to media agencies¹. Since TF1 represents a substantial portion of this market, its advertising revenue should increase at the same rate. On a comparable basis (accounting standards and scope of consolidation), the other sectors should record growth similar to that of the first half-year.

REMINDER:

The full H1 interim report is available on: http://www.tf1finance.com

The TF1 Analysts' meeting will be broadcast live on Internet on Wednesday, August 30, 2006, at 4:30 pm Paris time, under the following address: http://www.tf1finance.com

^{**} Continuing activities (excl. TPS)

^{***} Contributions to current operating profit

¹ Agencies ZénithOptimédia, Initiative ...

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Table of contents

| A/ Consolidated key figures | 5 |
|--|----|
| B/ Key events for H1 2006 | 7 |
| C/ Review of operations | 9 |
| I) Broadcasting France | 10 |
| II) Programme and service distribution | 12 |
| III) Audiovisual rights | |
| IV) International broadcasting | |
| V) Human resource update | |
| VI) Share price | |
| VII) ShareholdersVIII) Consolidated income statement operational breakdown | |
| D/ Statutory Auditors' review report | 16 |
| E/ Consolidated financial statements | 17 |
| CONSOLIDATED INCOME STATEMENT | |
| CONSOLIDATED BALANCE SHEET | |
| CONSOLIDATED SHAREHOLDERS' FUNDS | |
| CASH FLOW STATEMENT | |
| NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS | 22 |

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A/ Consolidated key figures

(€ million)

| (e minori) | H1 2006 | H1 2005 | 2005 |
|--|---------|---------|---------|
| | | | |
| Revenue (continuing activities) | 1,385.6 | 1,287.8 | 2,508.4 |
| | | | |
| TF1 channel advertising revenue | 923.1 | 881.2 | 1,647.5 |
| Other activities revenue | 462.5 | 406.6 | 860.9 |
| Current operating profit (continuing activities) | 208.8 | 249.7 | 339.0 |
| Net profit of held-for-sale operations | 30.2 | 2.4 | 14.2 |
| Net profit attributable to the Group | 171.5 | 176.6 | 236.3 |
| Cash flow ¹ | 263.8 | 295.5 | 452.2 |
| Shareholders' funds | 1,077.6 | 988.6 | 1,049.8 |
| Net debt ² | 495.2 | 552.8 | 457.6 |
| Earnings per share (€) | 0.80 | 0.82 | 1.10 |
| | | | |
| Diluted earnings per share (€) | 0.80 | 0.82 | 1.10 |

| | H1 2006 | H1 2005 | 2005 |
|---|---------|---------|---------|
| Average number of outstanding shares (in thousands) | 213,844 | 214,291 | 214,044 |
| Closing share price (end of period) (€) | 25.50 | 21.98 | 23.44 |
| Average market capitalisation (€ billion) | 5.5 | 4.7 | 5.0 |

¹ Cash flow before cost of net debt and income taxes ² Total Group net debt (continuing activites + held-for-sale activities) TF1 Interim Report – First Half 2006

| CONTRIBUTIONS TO THE CONSOLIDATED P&L | | | | | | |
|--|---|--|--|---|--|---|
| | | Turnover | | 0) | perating pro | iit |
| € million | H1 2006 | H1 2005 | 2 005 | H1 2006 | H1 2005 | 2 005 |
| | | | | | | |
| BROADCASTING France after intra-company eliminations | 1,155.1 | 1,071.7 | 2,037.2 | 182.5 | 224.9 | 292.5 |
| TF1 SA | 934.1 | 884.8 | 1,661.4 | 160.4 | 203.1 | 263.0 |
| IN-HOUSE PRODUCTION COMPANIES ^a | 21.6 | 19.8 | 30.2 | 2.5 | 2.0 | 3.3 |
| TELESHOPPING GROUP | 59.7 | 49.1 | 89.2 | 5.7 | 5.9 | 8.2 |
| E-TF1 | 37.5 | 30.1 | 69.2 | 1.7 | 1.8 | 6.3 |
| TF1 ENTREPRISES | 17.2 | 14.1 | 32.4 | 2.9 | 2.7 | 6.6 |
| EUROSPORT FRANCE TV BREIZH TF6 LA CHAINE DOCUMENTAIRE TF6 GESTION SERIE CLUB LCI TFOU HISTOIRE USHUAIA TV TMC GROUP OTHER b DISTRIBUTION C | 32.2 7.1 5.6 2.3 0.0 1.8 19.9 0.8 2.0 1.4 3.4 | 29.8 5.2 5.0 2.3 0.0 2.11 19.8 0.8 1.9 0.8 0.0 | 58.9 10.1 9.9 4.6 0.0 4.1 38.3 1.6 4.0 2.2 5.2 | -0.8 0.4 0.0 0.2 -4.6 -0.1 -0.7 -0.9 -1.0 15.6 | 2.0 -1.9 1.0 0.4 0.0 0.3 -3.3 -0.4 -1.4 -1.3 0.0 | 1.9 -3.2 1.2 0.3 0.0 0.7 -6.5 -1.0 -2.3 -2.5 -4.6 |
| | | | | | | |
| AUDIOVISUAL RIGHTS after intra-company eliminations | 101.2 | 103.5 | 232.9 | 10.6 | 7.8 | 22.6 |
| TF1 VIDEO GROUP | 68.9 | 67.0 | 160.5 | 5.8 | 7.3 | 16.8 |
| TF1 INTERNATIONAL GROUP | 26.0 | 31.9 | 57.6 | 3.0 | 0.7 | 0.8 |
| OTHER ^d | 6.3 | 4.6 | 14.8 | 1.8 | -0.2 | 5.0 |
| INTERNATIONAL BROADCASTING after intra-company eliminations | 129.3 | 117.7 | 243.4 | 15.7 | 22.2 | 29.9 |
| OTHER ACTIVITIES after intra-company eliminations | 0.0 | -5.1 | -5.1 | 0.0 | 9.0 | 8.8 |
| CONTINUING ACTIVITIES | 1,385.6 | 1,287.8 | 2,508.4 | 208.8 | 263.9 | 353.2 |
| TOTAL ACTIVITIES | 1,563.3 | 1,469.8 | 2,873.9 | 241.4 | 268.5 | 370.2 |

a : including principally Glem, Alma, TAP, TF1 Publicité Production, TF1 Films Production b : including Aphélie, TF1 Publicité c : including TF1 Expansion, TF1 Développement d : including TCM and Telema e : including Eurosport International and KSO f : including Visiowave

B/ Key events for H1 2006

BROADCASTING FRANCE

TF1 Channel³

On January 31, the film *Les Bronzés font du ski* was a huge success, with 12.4 million viewers.

The first season of the new TF1 crime series *R.I.S. Police Scientifique*, aired in January and February, met with great success and attracted an average of over 10 million viewers.

On April 29, the **final of the French soccer cup** between Marseilles and Paris-Saint Germain was an audience winner with 10.8 million viewers.

In June and July, the 24 matches of the Football World Cup broadcast on TF1 confirmed the French people's interest in great sporting events. The four last football matches broadcast in July reached an average of 16.6 million viewers. The semi-final **Portugal – France** achieved the best audience record since *Mediamat* was created (22.2 million viewers).

Le Maître du Zodiaque, the summer saga, was broadcast on TF1 in July and August 2006, attracting an average of 8 million viewers per episode.

Thematic channels

More than one year after the launch of **Digital Terrestrial Television** (DTT) in France in March 2005, 3.2 million DTT receivers (adapters, integrated TV tuners, integrated PCs and set-top boxes) had been sold (source : GfK). June 15 saw the rollout of the third phase covering 58% of the population. In October 2006, 75 sites will cover 66% of the population.

On July 4, Médiamétrie published the results of the 11th wave of the Mediacabsat covering cable and satellite channels over the period December 26, 2005 to June 11, 2006. TF1 Group maintained its leadership in cable and satellite because three TF1 Group channels were among the top five thematic channels.

In-house production companies

Since the beginning of 2006, five of the latest co-productions from TF1 Films Production have exceeded the one million cinema-goers mark: Les Bronzés 3, Amis pour la vie (10.3 million spectators), Fauteuils d'orchestre, La Doublure, Jean-Philippe and Comme t'y es belle.

Other companies

TF1 joined forces with **Neuf Télécom** to rank among the top ten French Internet sites: TF1 Publicité became the advertising company for the Neuf Télécom portal, and e-TF1 presents the home page and supplies content.

On May 2, the TF1 Group allied itself with Bouygues Telecom to launch **TF1 Mobile** (combination of a "mini fee" with a TF1-developed mobile multimedia service portal). The agreement covers a period of five years.

On June 28, TF1 createdthe first French Internet platform on which surfers can file their own videos, musical compositions, photos and texts. It is called **WAT** (*We Are Talented*) and the address is www.wat.tv. In addition, at the end of the year, TF1 also plans to launch a television channel whose programming will be made up of productions from members of the WAT community.

At the end of June, TF1 Group took a 20% stake in JFG Networks, which has developed the **Over-Blog** website, the third-ranking blog platform in France (with an opportunity to increase its stake to 35% at the end of 2007).

In June, TF1 and Planète Média signed an agreement by which TF1 Entreprise will take an 83.5% stake in the publishing company of the free magazine *Coté Mômes*.

³ Source : Médiamétrie

In June, TF1 and Turkish TV operator Dogan TV signed an agreement for the creation of a joint venture in the home shopping business in Turkey. Starting January 1, 2007, this company, held 50/50 by Dogan TV and TF1 subsidiary Teleshopping, will produce home shopping shows and develop a direct marketing service and e-business on this dynamic market.

PROGRAMME AND SERVICE DISTRIBUTION

The February launch of the TPS offering on pay DTT, the "TPS DTT pack," for a monthly fee of €24.90, offers the five major TPS channels (TPS Star, Eurosport, LCI, TF6 and Paris Première), plus the 17 free DTT channels.

In May, TPS Star launched its HD offering with the arrival of the first HD digital terminals.

INTERNATIONAL BROADCASTING

In January, the Eurosport Group transcended its historic boundaries with the launch of a new channel, **Eurosport World**, in Asia and Australasia. To fuel its growth, it will benefit from the strength of the Eurosport brand in this part of the world.

In January, Eurosport re-designed its **eurosport.com** website and its different language versions. In February, it also launched a **Russian** version (eurosport.ru).

In February, Eurosport and Eurosport 2 aired the Turin **Winter Olympics**, with live broadcasts, news flashes, daily summaries and behind-the-scenes programmes.

Eurosport 2 is now available in 8 languages since the launch of the Romanian version in February.

C/Review of operations4

Boulogne, August 29, 2006

For first half 2006, TF1 Group consolidated revenue (continuing activities) increased by 7.6% to \le 1,385.6 M. The TF1 channel's net advertising revenue rose by 4.8% to \le 923.1 M, and revenue from other businesses also grew by 13.7% to \le 462.5M.

The first seven months of the year showed contrasting advertising trends. Over H1 2006, the *Telecommunications, Automotive* and *Services* sectors (+36.5%)⁵ supported the growth, offsetting the fall in advertising investments from the *Food* and *Cosmetics* sectors (-8.3%)⁵, though the latter improved significantly in April and May.

July was marked by a 13.3% growth of gross advertising investments mainly from the *Telecommunications*, *Automotive* and *Services* sectors (+ 85%)⁵, thanks to the impact of the 2006 Football World Cup.

The 13.7% growth in revenue for the other businesses (except the activities in the process of disposal) emanated primarily from:

- The Téléshopping Group, whose contribution to first half consolidated revenue increased 21.6%, thanks mainly to the revenue growth of the website (+65%) and the expansion of its activities launched at the end of 2005;
- The thematic channels in France, which recorded a 15.5% growth of consolidated revenue and a 28.9% growth of its advertising revenue;
- TF1 Entreprises, whose contribution to consolidated revenue improved by 21.0%, thanks to its music business and below-the-line Media development (TF1 Hors Média);
- e-TF1, which posted a 24.5% growth of contribution to consolidated revenue thanks to the tf1.fr website's performance and successful programmes such as *A Prendre ou à Laisser* and *Attention à la Marche*;
- Eurosport International, whose contribution to H1 2006 consolidated revenue was up 9.8%, and which recorded a 14.8% growth of its advertising revenue thanks to good ratings during the Turin Winter Olympic Games, and a 9.4% growth of its paying subscriber base to nearly 60 million.

TF1 Group current operating income (continuing activities) for first half 2006 was down 16.4% to €208.8 million. This decrease was mainly due to the 20.9% increase in programming costs (Football World Cup). The operating margin stood at 15.1% for first half 2006.

Net income attributable to the Group (continuing activities) decreased by 18.3% to €141.4 M (this includes TF1's share of capital gains from the sale of free-to-air frequencies registered by Europa TV to Mediaset). Net income attributable to the Group (continuing activities + held-for-sale activities) decreased by 2.9% to €171.5 M.

At June 30, 2006, the Group's shareholders' funds totalled €1,078.4 M on a balance sheet total of €3,760.4 M. Total Group net debt (continuing activities + held-for-sale activities) stood at €495.2 M, that is, 45.9% of shareholders' funds.

During first half 2006, subsequent to the exercise of stock options, 397,000 TF1 shares were issued valid at January 1, 2006. Furthermore, between May 4 and 9, TF1 bought back and cancelled 200,000 shares representing 0.09% of the capital. On May 22, TF1's capital amounted to € 42,849,825.80 divided into 214,249,129 shares with a nominal value of €0.20 each. Between May 22 and June 30, 2006, TF1 bought back 197,000 of its own shares (not yet cancelled at August 29).

⁴ All financial data are presented in conformity with IFRS

⁵ TNS Média Intelligence

Outlook

For 2006, TV advertising revenue in France should grow by 3.5% - 4%, according to the latest researches by media agencies⁶. Since TF1 represents a substantial portion of this market, its advertising revenue should increase at the same rate. On a comparable basis (accounting standards and scope of consolidation), the other sectors should record growth similar to that of the first half-year. However, it should be noted that these developments are subject to rapid change resulting from fluctuations in the general economic environment and TF1's commercial and regulatory context.

The increase of TF1 channel programming costs will be limited to 3% maximum (excluding the Football World Cup) for the full year 2006.

I) Broadcasting France

The Broadcasting France division (after intra-company eliminations) generated revenue of € 1,155.1 M in first half 2006 and an operating profit (after intra-company eliminations) of €182.5 M. Excluding TF1 SA, the operating margin of other activities decreased 1.6 point to 10% for the period.

TF1 Channel7

For the first seven months of 2006, television consumption averaged 3 hours 26 minutes per day for Individuals aged four years and over, which is stable compared to the first seven months of 2005, and 3 hours 40 minutes for Women under 50, up five minutes compared to the same period in 2005.

For the first seven months of the year, the TF1 channel's audience share amounted to 34.9% for Women under 50 (down 0.6 points compared to the same period 2005) and 31.9% for Individuals aged four years and over (-0.1 point).

TF1 strengthened its leadership position by achieving 96 of the top 100 audiences in the first seven months of the year (vs. 94 in the same period of 2005). This achievement includes 20 of the Football World Cup matches. The Portugal-France semi-final ranks first in the top 100 with 22.2 million viewers and a 76.7% audience share.

Advertising (Source Sécodip)

For first half 2006, advertising revenue for the TF1 channel increased, subject to varying sector trends:

The growth sectors included:

- *Telecommunications* (+71.6%), buoyed by the investment of mobile telephony operators and Internet Access Providers, as well as by the launch of new "118-series" directory enquiries numbers;
- Services (+46.1%), fuelled by the sub-sectors Banking-Insurance and Employment,
- Transport was up 8.5%.

However, some sectors struggled:

- Food, the top advertising sector on TF1 (24.0% of gross advertising revenues), declined 10.8%;
- Cosmetics/Beauty Products contracted by 3.7%;
- House Cleaning fell 5.7%, but TF1 improved its market share 3.0 points to 60.6%;

These declines were mainly due to the period of negotiation (mid-March 2006) between suppliers and distributors following the passing of the Dutreil Law, and to a predominantly male audience during the Football World Cup (from June 9 to July 9). However, *Mass Consumption Products*⁹ sectors have clearly increased their advertising investments in April and May.

July was marked by a recovery of advertising investments (+13.3% gross). *Telecommunications* and *Services* were still dynamic (up 87.4% and 140.6%, respectively). On the other hand, the "*Mass Consumption Products*" sectors decreased their investments (-6.3% compared to July 2005).

⁶ Including ZenithOptimedia (+3.5%), Intitiative (+3.7%)

⁷ Source: Médiamétrie

⁸ Sectors: Food, Cosmetics/Beauty Products, House Cleaning and Beverages

For the first seven months of the year, TF1's market share rose 0.2 points to 54.4%.

The cable and satellite thematic channels represented 11.9% of gross advertising revenues in first half 2006, an increase of 44.2% over first half 2005.

Thematic channels France

In first half 2006, revenue for the TF1 Group's combined thematic channels France increased 15.5% compared to first half 2006 to reach €78.1 M.

TF1 Group channels carried on attracting advertisers and registered an average growth of 28.9% in their advertising revenue in first half 2006 compared to first half 2005.

The results of wave 11 of the Médiacabsat* study were mainly marked by the thematic channels' stable audience (+0.2% for Individuals aged 4 and more, and +0.4% for Individuals aged 15 and more compared to last year).

The TF1 Group strengthened its leadership position in cable and satellite with three of the top five ranking thematic channels. Eurosport confirmed its status as leading channel on cable and satellite with a 2.3% audience share, TV Breizh, with an audience share of 1.3%, held onto its third place, and TMC moved up two places by registering a stable 1.1% audience share for Individuals aged four years and over who are subscribers on a whole base.

| Channels | No. of households receiving the channel at June 30, 2006 (in millions) | No. of households receiving the channel at June 30, 2005 (in millions) | Change |
|------------------|---|---|---------|
| Eurosport France | 6.6 | 6.5 | 1.5% |
| TV Breizh | 4.6 | 4.5 | 2.2% |
| LCI | 5.4 | 5.4 | - |
| TMC* | 11.1 | 7.1 | 56.3% |
| TF6 | 2.8 | 2.8 | - |
| Série Club | 2.3 | 2.2 | 3.1% |
| Odyssée | 2.2 | 2.1 | 4.7% |
| Histoire | 4.3 | 4.2 | 2.3% |
| Ushuaia TV | 1.1 | 1.3 | - 15.3% |

^{*} Including free-to-air in south-east France (some 2.2 million households) and DTT.

Other companies

In first half 2006, the **Téléshopping Group** increased its contribution to consolidated revenue by 21.6% to reach €59.7 M, mainly thanks to the strong revenue growth from the internet (+65%), which represents 25% of the Téléshopping Group's revenue, and thanks to the development of new activities launched at the end of last year – two Paris stores, a website, "surinvitation.com," dedicated to events sales, and Infomercials launched on some of the cable and satellite channels. The Téléshopping Group's operating income amounted to €5.7 M, a decrease of 3.4% compared to first half 2005 due to the launch of new activities.

^{*} Source : MediaCabSat 11 wave, from Decembre 26, 2005 to June 11, 2006.

The **TF1 Entreprises** first half 2006 contribution to consolidated revenue came to €17.2 M, an increase of 21.7%. The music business and sales of parlour games, including *A Prendre ou à Laisser* and *Attention à la Marche*, were the main sources of growth. In addition, the new subsidiary, **TF1 Hors Média**, started to contribute to TF1 Entreprises' results. Operating income for TF1 Entreprises amounted to €2.9 million for the period (+7.4%).

The interactive division e-tf1, at \leq 37.5 M, increased its contribution to revenue by 24.5% in the first half. This was thanks to the success of such programmes as *A Prendre ou à Laisser* and *Attention à la Marche* as well as to the increased advertising revenue and the sale of pay content buoyed by the expanding audience for the tf1.fr website. Operating income was \leq 1.7 M.

II) Programme and service distribution

The impact of activities in the process of disposal (TPS) on net income attributable to the Group was €30.2 M.

During the first quarter of 2006, **TPS** signed an exclusivity contract to broadcast the first and second division matches of the German soccer league (Bundesliga 1 and Bundesliga 2) for three seasons starting 2006/2007. In addition, TPS has added interactive services to its offering and launched two new thematic channels in June (Luxe.TV, 1st channel dedicated to luxury, and LaLocale, a citizen channel)

On February 15, 2006, TPS launched its DTT Pack with TPS Star, Eurosport, TF6, LCI, Paris Première, and the DTT free channels.

TPS also announced a partnership with Club Internet to broadcast its programme offering on that operator's ADSL network – on a "subscriber" basis on June 22, 2006 and to prospects starting August 21, 2006.

Following the agreement relating to TPS signed on January 6, 2006 by Vivendi, TF1 and M6, notification was lodged on March 17, 2006 with the DGCCRF (the consumer and competition division of the Ministry of the Economy, Finance and Industry) and on April 14, 2006 the operation was referred to the Competition Council which gave its opinion on July 13. The forecast timetable provides that the decision of the Minister of the Economy, Finance and Industry will be reached in the following days after the Board of Directors on August 29, 2006.

III) Audiovisual rights

In first half 2006, the Audiovisual Rights division generated revenues of €101.2 M. Operating income grew by 35.9% and posted an operating margin of 10.5% (+2.9 points compared to first half 2005).

The contribution of **TF1 Vidéo** (incl. RCV and CIC) to Group consolidated revenue increased by 2.8% to €68.9 M on first half 2006. The second quarter 2006 benefited from a strong performance of non-movie releases (+73% compared to H1 2005) with *Florence Foresti* and the TV series *CSI* coming out on DVD, after a first quarter 2006 that suffered from a lack of blockbuster releases and an unfavourable comparison basis (success of *Kill Bill Volume 2* in first quarter 2005).

In general, the video sector is going through a difficult period for the rental and kiosk businesses. TF1 Vidéo operating income stood at €5.8 M.

TF1 International also suffered from an unfavourable comparison basis. In early 2005, several films with over a million box office admissions were distributed by TF1 International: *Brice de Nice, Aviator*, and *Le Dernier Trappeur*. By end 2006, several very promising films will be distributed by TF1 International, including the latest Martin Scorsese film. The TF1 International contribution to consolidated revenue was €26.0 M, down 18.5%. Its operating income amounted to €3.0 M.

IV) International broadcasting

Eurosport : 108 million subscriber households

Distributed in 54 countries and in 19 languages, **Eurosport** was received by 108 million households at June 30, 2006, of which 59.3 million were paying subscribers (+5.1 million compared to June 30, 2005). This 9.4% growth in the number of paying subscribers is the result of continued development of digital satellite and the sustained growth of pay DTT.

The Eurosport 2 channel, launched on January 10, 2005, is now distributed in eight language versions (English, French, Greek, Italian, Polish, Russian, Romanian and Turkish) to 20.4 million households, practically all paying subscribers.

The sports news channel, Eurosportnews, is installed for the long haul outside Europe (South Africa, India, Australia, New Zealand, etc.) and is broadcast on commercial aeroplanes equipped with the *Connexion by Boeing* technology. It is also distributed to 5.0 million European households (practically all paying subscribers).

In addition, eurosport.com and its six local versions, since the launch of the Russian version in February 2006, have confirmed their solid performance with a substantial increase in visits (+89% compared to end June 2005), that is, an average of over 19.1 million visits per month.

The first half 2006 contribution to consolidated revenue increased 9.8% to €129.3 M, thanks to the 14.8% growth of advertising revenue and the strong increase of the number of paying subscribers.

This performance is the fruit of a commercial offering that is more closely tailored to advertisers' "global communications" expectations and of sustained high audience levels with 668,000 viewers per median ¼.

In fact, the Turin Winter Olympics audiences were excellent with 1.4 million viewers per median ¼ (+58% compared to the Salt Lake City Olympics in 2002). Furthermore, in France, the Eurosport channel, with a 2.3% audience share, was in front of RTL9 (by 0.8 points), and maintained its status as the top French channel on cable and satellite.

Eurosport International's operating income amounted to \leq 15.7 M, down on first half 2005 mainly because of the costs of broadcasting the Turin Olympics.

V) Human resource update

The TF1 Group's workforce increased in first half 2006, both at TF1 SA and its subsidiaries. At June 30, 2006 it stood at 4,061 people, compared to 3,962 at December 31, 2005.

VI) Share price

On August 10, 2006, the TF1 share price closed at €24.8, that is, a rise of 6.4% over December 31, 2005. This compares with a 4.3% rise of the CAC Next20 index and a rise of 6.6% of the SBF 120 index. The TF1 Group's market capitalisation on August 10, 2006 was €5.4 billion.

⁹ Individuals aged 4 and more over the period from December 2005 to June 2006 – Médiametrie.

VII) Shareholders

To the best knowledge of the Board of Directors, the shareholder breakdown at June 30, 2006 was the following:

| | Number of shares | % of capital | % of voting rights |
|--------------------------------------|------------------|-----------------|-----------------------|
| Bouygues | 91,797,585 | 42.9% | 42.9% |
| Total core shareholders | 91,797,585 | 42.9% | 42.9% |
| Others France (1) (2) | 56,598,777 | 26.4% | 26.5% |
| Of which employees | 8,072,305 | 3.8% | 3.8% |
| Treasury shares | 251,537 | 0.1% | 0.0% |
| Europe (excluding France) (2) | 39,826,271 | 18.6% | 18.6% |
| Others (2) | 25,774,959 | 12.0% | 12.0% |
| Total | 214,249,129 | 100.0% | 100.0% |
| (1) Including non-identified holders | | | |

⁽¹⁾ Including non-identified holders

⁽²⁾ Estimates by Euroclear at June 30, 2006

VIII) Consolidated income statement operational breakdown

| € million | H1 2006 | H1 2005 | 2005 |
|---|---------|---------|---------|
| TF1 channel | | | |
| Advertising revenue | 923.1 | 881.2 | 1,647.5 |
| Advertising agency fees | (44.4) | (46.3) | (86.5) |
| NET REVENUE FROM BROADCASTING | 878.7 | 834.9 | 1,561.0 |
| Royalties and contributions | | | |
| Authors | (36.9) | (33.7) | (63.2) |
| CNC | (45.8) | (43.8) | (81.7) |
| Transmission costs | | | |
| TDF, Satellites, Transmissions | (27.0) | (27.5) | (54.9) |
| Programming costs (Excluding 2006 Football World Cup) | (457.0) | (451.7) | (919.4) |
| Cost of the 2006 Football World Cup | (89.5) | - | - |
| GROSS MARGIN | 222.5 | 278.2 | 441.8 |
| Diversification revenue and other revenue | 457.4 | 406.2 | 850.2 |
| Other operating expenses | (432.3) | (369.5) | (815.2) |
| Depreciation, amortisation and provisions (net) | (38.8) | (51.0) | (123.6) |
| OPERATING PROFIT | 208.8 | 263.9 | 353.2 |
| Cost of net debt | (5.2) | (6.0) | (12.3) |
| Other financial income and expenses | (2.8) | 2.8 | 0.6 |
| Income tax expense | (68.8) | (85.4) | (115.5) |
| Share of profits / losses of associates | 9.4 | (2.2) | (5.5) |
| NET PROFIT FROM CONTINUING OPERATIONS | 141.4 | 173.1 | 220.5 |
| Net profit of held-for-sale operations | 30.2 | 2.4 | 14.2 |
| NET PROFIT | 171.6 | 175.5 | 234.7 |
| Minority interests | 0.1 | (1.1) | (1.6) |
| NET PROFIT ATTRIBUTABLE TO THE GROUP | 171.5 | 176.6 | 236.3 |
| | | | |

D/ Statutory Auditors' review report

Statutory Auditors' review report on the condensed consolidated interim financial statements Six months ended June 30, 2006

To the shareholders

In our capacity of statutory auditors of TF1 SA and in accordance with the requirements of Article L.232-7 of the French Commercial Code, we hereby report to you on:

- the review of the accompanying condensed half-year consolidated financial statements of TF1 SA for the period January 1 to June 30, 2006;
- the verification of information contained in the half-year management report.

These condensed half-year consolidated financial statements are the responsibility of the Board of Directors. Our role is to express a conclusion on these financial statements based on our review.

We conducted our review in accordance with professional standards applicable in France. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with professional standards applicable in France and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed half-year consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34, the International Financial Reporting Standard, as adopted by the EU applicable to interim financial information.

In accordance with professional standards applicable in France, we have also verified the information given in the half-year management report commenting the condensed half-year consolidated financial statements subject of our review.

We have no matters to report as to its fair presentation and consistency with the condensed half-year consolidated financial statements.

Paris La Défense, August 29, 2006

The Statutory Auditors,

MAZARS & GUERARD
Gilles RAINAUT

SALUSTRO REYDEL

Member of KPMG International

Jean-Pierre CROUZET

E/ Consolidated Financial Statements 10

CONSOLIDATED INCOME STATEMENT

| _ | H1 2006 | | T2 20 | 06 | 2005 | |
|---|-------------------------|-----------------------|-----------------------|-----------------------|---------------------------|--|
| _(€ million) | 2 006 | 2 005 | 2 006 | 2 005 | 12 months | |
| Net advantaine more | 1 005 4 | 0.40.0 | 500.7 | 400.0 | 1 700 4 | |
| Net advertising revenue TF1 | 1,005.4 <i>923.1</i> | 948.0 <i>881.2</i> | 538.7 <i>492.2</i> | 488.9 <i>451.1</i> | 1,790.4 <i>1,647.5</i> | |
| OTHER CHANNELS | 923. 1 82.3 | 66.8 | 4 <i>92.2</i> 46.5 | 431.1 37.8 | 1,047.3 | |
| Diversification revenue | 365.2 | 331.8 | 181.5 | 169.4 | 697.5 | |
| Technical services revenue | 15.0 | 8.0 | 10.9 | 3.6 | 20.5 | |
| REVENUE | 1,385.6 | 1,287.8 | 731.1 | 661.9 | 2,508.4 | |
| Other operating revenue | 0.3 | 0.2 | 0.3 | 0.1 | 0.5 | |
| External production costs | (290.1) | (303.4) | (135.5) | (143.7) | (648.9) | |
| Other purchases and changes in inventory | (328.3) | (199.7) | (212.4) | (103.9) | (395.8) | |
| Staff costs | (181.5) | (169.4) | (87.5) | (82.8) | (362.1) | |
| External expenses | (237.6) | (227.2) | (117.2) | (111.8) | (475.3) | |
| Taxes other than income taxes | (74.3) | (67.6) | (39.9) | (34.8) | (130.1) | |
| Depreciation and amortisation, net | (32.0) | (37.1) | (17.8) | (17.4) | (80.3) | |
| Provisions, net | (6.8) | (13.9) | (5.7) | (10.7) | (43.3) | |
| Other operating income and expenses | (26.5) | (20.0) | (12.2) | (11.5) | (34.1) | |
| CURRENT OPERATING PROFIT | 208.8 | 249.7 | 103.2 | 145.4 | 339.0 | |
| Other non-current operating income and expenses | | 14.0 | | 14.0 | 14.2 | |
| - | | 14.2 | | 14.2 | 14.2 | |
| OPERATING PROFIT | 208.8 | 263.9 | 103.2 | 159.6 | 353.2 | |
| Gross cost of financial debt | (8.8) | (8.5) | (5.0) | (4.3) | (17.3) | |
| Income from cash and cash equivalents | 3.6 | 2.5 | 1.9 | 1.0 | 5.0 | |
| COST OF NET DEBT | (5.2) | (6.0) | (3.1) | (3.3) | (12.3) | |
| Other financial income and expenses | (2.8) | 2.8 | (1.1) | 1.5 | 0.6 | |
| Income tax expense | (68.8) | (85.4) | (35.0) | (46.8) | (115.5) | |
| Share of profits/losses of associates | 9.4 | (2.2) | 12.6 | (0.3) | (5.5) | |
| NET PROFIT FROM CONTINUING | 141.4 | 173.1 | 76.6 | 110.7 | 220.5 | |
| OPERATIONS | | | | | | |
| Net profit of held-for-sale operations | 30.2 | 2.4 | 20.5 | 5.3 | 14.2 | |
| NET PROFIT | 171.6 | 175.5 | 97.1 | 116.0 | 234.7 | |
| Minority interests | 0.1 | (1.1) | 0.1 | 0.4 | (1.6) | |
| NET PROFIT ATTRIBUTABLE TO THE | 474 5 | 47// | 07.0 | 445 / | 22/ 2 | |
| GROUP | 171.5 | 176.6 | 97.0 | 115.6 | 236.3 | |
| Average number of outstanding shares (in thousands) | 213,844 | 214,291 | | | 214,044 | |
| Earnings per share (€) | 0.80 | 0.82 | | | 1.10 | |
| Diluted earnings per share (€) | 0.80 | 0.82 | | | 1.10 | |

10

 $^{^{10}}$ These consolidated financial statements at June 30, 2006 have been subject to a limited review by our statutory auditors TF1 Interim Report - First Half 2006

CONSOLIDATED BALANCE SHEET

| ASSETS (€ million) | 2006.06 | 2005.12 | 2005.06 ⁽¹⁾ |
|---|---------|---------|------------------------|
| Intangible fixed assets | 180.6 | 179.8 | 141.8 |
| Audiovisual rights | 150.2 | 148.5 | 112.4 |
| Other intangible fixed assets | 30.4 | 31.3 | 29.4 |
| Goodwill | 482.7 | 481.4 | 875.5 |
| Property, plant and equipment | 155.7 | 151.7 | 202.2 |
| Investments in associates | 48.9 | 39.6 | 43.0 |
| Other financial assets | 21.7 | 21.0 | 10.8 |
| Non-current tax assets | 52.7 | 57.1 | 41.1 |
| NON-CURRENT ASSETS | 942.3 | 930.6 | 1,314.4 |
| Inventories | 533.0 | 523.1 | 583.7 |
| Programmes and broadcasting rights | 518.0 | 510.5 | <i>570.3</i> |
| Raw materials and supplies | 15.0 | 12.6 | 13.4 |
| Trade and other debtors | 1,296.9 | 1,252.7 | 1,256.9 |
| Current tax assets | 67.3 | 9.1 | 74.8 |
| Foreign exchange derivative instruments | 0.5 | 3.2 | 2.2 |
| Interest rate derivative instruments | 6.9 | 11.9 | 26.3 |
| Cash and cash equivalents | 269.9 | 175.8 | 32.9 |
| CURRENT ASSETS | 2,174.5 | 1,975.8 | 1,976.8 |
| Assets of held-for-sale operations | 643.6 | 563.6 | - |
| TOTAL ASSETS | 3,760.4 | 3,470.0 | 3,291.2 |

⁽¹⁾ In the balance sheet at June 30, 2005, TPS is not shown as a held-for-sale operation.

| EQUITY AND LIABILITIES (€ million) | 2006.06 | 2005.12 | 2005.06 ⁽²⁾ | |
|--|-----------------------------------|---------|------------------------|--|
| Share capital | 42.9 | 42.8 | 42.8 | |
| Share premium and reserves | 864.0 | 772.0 | 769.9 | |
| Net profit attributable to the group | 171.5 | 236.3 | 176.6 | |
| Shareholders' funds (attributable to the Group) | 1,078.4 | 1,051.1 | 989.3 | |
| Minority interests | (0.8) | (1.3) | (0.7) | |
| SHAREHOLDERS' FUNDS | 1,077.6 | 1,049.8 | 988.6 | |
| Long-term debt | 543.8 | 513.3 | 531.6 | |
| Non-current provisions | 32.1 | 32.5 | 30.4 | |
| Non-current tax liabilities | 42.3 | 48.6 | 54.6 | |
| NON-CURRENT LIABILITIES | 618.2 | 594.4 | 616.6 | |
| Short-term debt (1) | 123.8 | 26.0 | 78.9 | |
| Foreign exchange derivative instruments | 0.9 | - | 0.2 | |
| Interest rate derivative instruments | - | - | 1.5 | |
| Trade and other creditors | 1,430.0 | 1,403.5 | 1,458.8 | |
| Current tax liabilities | 73.5 | 0.7 | 85.1 | |
| Current provisions | 37.0 | 46.0 | 61.5 | |
| CURRENT LIABILITIES | 1,665.2 | 1,476.2 | 1,686.0 | |
| Liabilities of held-for-sale operations | 399.4 | 349.6 | - | |
| TOTAL EQUITY AND LIABILITIES | 3,760.4 | 3,470.0 | 3,291.2 | |
| (1) Including current bank overdrafts(2) In the balance sheet at June 30, 2005, TPS is not shown as | 2.0 a held-for-sale operation. | 0.8 | 1.5 | |

TF1 Interim Report – First Half 2006

CONSOLIDATED SHAREHOLDERS' FUNDS

| (€ million) | Share capital (1) | C | Consolidated premium and reserves | | | | |
|---------------------------------------|----------------------|------------------|-----------------------------------|------------------------------|---|----------|--|
| | | Share premium | Retained earnings | Other reserves to capital | Profit recognised directly in equity | <u>-</u> | |
| SHAREHOLDERS' FUNDS AT DEC. 31, 04 | 43.0 | 50.0 | 28.0 | 850.7 | 3.0 | 974.7 | |
| Capital increase (2) | 0.1 | 6.4 | | | | 6.5 | |
| Operations on treasury shares | (0.3) | (32.3) | | | | (32.6) | |
| Share-based payments | ` , | , , | | | 2.4 | 2.4 | |
| Financial instruments (3) | | | | 0.3 | | 0.3 | |
| Dividends | | | (138.7) | | | (138.7) | |
| Profit allocation | | | 155.4 | (155.4) | | 0.0 | |
| H1 2005 net profit | | | | 176.6 | | 176.6 | |
| SHAREHOLDERS' FUNDS AT June 30, 05 | 42.8 | 24.1 | 44.7 | 872.2 | 5.4 | 989.2 | |
| Capital increase | | | | | | 0.0 | |
| Operations on treasury shares | | | | | | 0.0 | |
| Share-based payments | | | | | 2.5 | 2.5 | |
| Financial instruments (3) | | | | (0.3) | | (0.3) | |
| Dividends | | | | | | 0.0 | |
| Profit allocation | | | | | | 0.0 | |
| H2 2005 net profit | | | | 59.7 | | 59.7 | |
| SHAREHOLDERS' FUNDS AT DEC. 31, 05 | 42.8 | 24.1 | 44.7 | 931.6 | 7.9 | 1,051.1 | |
| Capital increase (2) | 0.1 | 9.1 | | | | 9.2 | |
| Operations on treasury shares | J. I | (5.2) | | (10.6) | | (15.8) | |
| Share-based payments | | (0.2) | | (10.0) | 2.6 | 2.6 | |
| Financial instruments (3) | | | | (1.2) | 2.0 | (1.2) | |
| Dividends | | | (139.0) | ··-/ | | (139.0) | |
| Profit allocation | | | 236.3 | (236.3) | | 0.0 | |
| H1 2006 net profit | | | | 171.5 | | 171.5 | |
| SHAREHOLDERS' FUNDS AT June 30, 06 | 42.9 | 28.0 | 142.0 | 855.0 | 10.5 | 1,078.4 | |

 ⁽¹⁾ Share capital is divided into 214,249,129 ordinary shares with a nominal value of €0.20 per share, fully subscribed
 (2) Share subscription options exercised
 (3) Financial instruments: fair value variation and transfer to profit

| (€ million) | Reserves | Profit | Total |
|----------------------------|----------|--------|-------|
| MINORITY INTERESTS AT DEC. | 0.3 | (1.6) | (1.3) |
| 31, 2005 | | | |
| Capital increase | | | 0.0 |
| Change in scope of | 0.5 | | 0.5 |
| consolidation | | | |
| Dividends | (0.1) | | (0.1) |
| Profit allocation | (1.6) | 1.6 | 0.0 |
| H1 2006 net profit | | 0.1 | 0.1 |
| MINORITY INTERESTS AT JUNE | (0.9) | 0.1 | (8.0) |
| 30, 2006 | | | |

CASH FLOW STATEMENT

| | H1 2006 | H1 2005 | 2005 | |
|---|---------|---------|---------|--|
| _ (€ million) | | | | |
| Consolidated net profit (including minority interests) | 171.6 | 175.5 | 234.6 | |
| Depreciation, amortisation and provisions (excluding current assets) | 30.2 | 51.4 | 113.0 | |
| - Intangible fixed assets | 30.1 | 24.0 | 60.1 | |
| -Property, plant and equipment | 9.8 | 23.2 | 44.0 | |
| - Financial assets | | | 0.5 | |
| - Provisions for liabilities and charges | (9.7) | 4.2 | 8.4 | |
| Investment grants released to revenue | (10.1) | (6.2) | (13.0) | |
| Unrealised gains/losses on fair value revaluation | 1.7 | (6.2) | (9.1) | |
| Non-cash expense/income related to share-based payments | 2.6 | 2.5 | 4.9 | |
| Profit on asset disposals | | (20.3) | (19.3) | |
| Share of profits /losses of associates | (9.4) | 2.2 | 5.6 | |
| Dividend income from non-consolidated companies | (0.1) | (0.1) | (1.4) | |
| Operating cash flow after cost of net debt and income taxes | 186.5 | 198.8 | 315.3 | |
| Cost of net debt | 7.6 | 9.9 | 20.3 | |
| Income tax expense (including deferred taxes) | 69.7 | 86.8 | 116.6 | |
| Operating cash flow before cost of net debt and income taxes | 263.8 | 295.5 | 452.2 | |
| Income taxes paid | (58.4) | (95.8) | (156.4) | |
| Change in operating working capital needs | (42.1) | (156.5) | (47.0) | |
| NET CASH INFLOW FROM OPERATING ACTIVITIES | 163.3 | 43.2 | 248.8 | |
| Including held-for-sale operations | 8.7 | (6.5) | 34.1 | |
| Cash outflows on acquisitions of property, plant and equipment and intangible | (48.2) | (57.8) | (113.8) | |
| assets | , , | , , | , , | |
| Cash inflows from disposals of property, plant and equipment and intangible | 0.8 | 1.9 | 1.7 | |
| assets | | | | |
| Cash outflows on acquisition of financial assets | (2.6) | | (0.2) | |
| Cash inflows from disposals of financial assets | | | 1.3 | |
| Effect of changes in scope of consolidation | (0.2) | 37.5 | 8.4 | |
| Dividends received | | | 1.4 | |
| Change in loans and advances receivable | (0.1) | (0.1) | (13.2) | |
| NET CASH USED IN INVESTING ACTIVITIES | (50.3) | (18.5) | (114.4) | |
| Including held-for-sale operations | (6.4) | (11.8) | (23.8) | |
| Cash received on exercise of share options | 9.2 | 6.6 | 6.6 | |
| Purchases and sales of treasury shares | (10.5) | (32.6) | (32.6) | |
| Dividends paid during the year | (139.0) | (138.9) | (138.9) | |
| Cash inflows from new debt contracted | 188.4 | 48.1 | 50.2 | |
| Repayment of debt (including finance leases) | (11,2) | (12.0) | (24.2) | |
| Net interest paid (including finance leases) | (1,8) | (5.5) | (20.2) | |
| NET CASH USED IN FINANCING ACTIVITIES | 35.1 | (134.3) | (159.1) | |
| Including held-for-sale operations | (3.4) | 16.8 | (9.5) | |
| TOTAL CHANGE IN CASH POSITION | 148.1 | (109.6) | (24.7) | |
| Including held-for-sale operations | (1.1) | (1.5) | 0.8 | |
| Cash position at beginning of period | 117.6 | 142.3 | 142.3 | |
| Cash position change | 148.1 | (109.6) | (24.7) | |
| | | | | |

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. STATEMENT OF COMPLIANCE AND BASIS OF PREPARATION

The condensed half-year consolidated financial statements of the TF1 Group at June 30, 2006 include the financial statements of TF1 SA and its subsidiaries, and the TF1 Group's interests in associated undertakings. They are presented in millions of euros.

They were approved by the Board of Directors on August 29, 2006.

The condensed half-year consolidated financial statements of the TF1 Group at June 30, 2006 have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union, and in particular with IAS 34: Interim Financial Statements. They do not include all the information required for annual financial statements; additional and more detailed information may be found in the consolidated financial statements at December 31, 2005.

2. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies applied by the Group in the condensed half-year consolidated financial statements at June 30, 2006 are consistent with those used for the Group consolidated financial statements at December 31, 2005.

The accounting policies adopted by the European Union and effective from January 1, 2006, have been applied by the Group for these condensed half-year consolidated financial statements, but they do not have a material impact on them.

3. H1 2006 KEY EVENTS

The H1 2006 main key events are described in this report, at the beginning of the review of the first half's operations.

Following the agreement relating to TPS signed on January 6, 2006 by Vivendi, TF1 and M6, notification was lodged on March 17, 2006 with the DGCCRF (the consumer and competition division of the Ministry of the Economy, Finance and Industry) and on April 14, 2006 the operation was referred to the Competition Council which gave its opinion on July 13. The forecast timetable provides that the decision of the Minister of the Economy, Finance and Industry will be reached in the following days after the Board of Directors on August 29, 2006.

4. CHANGES IN SCOPE OF CONSOLIDATION

The changes in the scope of consolidation of H1 2006, as described below, do not have a material effect on the comparability of the consolidated financial statements.

• First consolidation of TF1 Jet Multimedia

At the end of 2005, e-TF1 joined with Jet Multimédia (based in Lyon) to form TF1 Jet Multimédia (TJM), the activity of which is to distribute content for mobile phones. The company was consolidated with effect from January 1, 2006 by proportionate consolidation (50%).

Acquisition of minority interests

The acquisition during the first quarter of 2006 of an additional stake in Quai Sud increased the TF1 Group's interest in this subsidiary from 75.0% to 83.32%.

In Q2 2006, the additional stake in TV Breizh increased the TF1 Group's interest in this subsidiary from 73.8% to 83.8%.

The changes in the scope of consolidation between June 30, 2005 and June 30, 2006 do not have a material effect on the comparability of the first half consolidated financial statements. These comprise:

- the divestment of subsidiaries Studios 107 and Visiowave, taken into account in the consolidated financial statements with effect from April 1, 2005.
- the first consolidation of the following companies occurring after June 30, 2005:

TMC (from Q3 2005),

Top Shopping, Info Shopping, TF1 Hors-media and La Chaîne Française d'Information Internationale (from Q4 2005).

5. IMPACT OF THE HELD-FOR-SALE OPERATION ON THE FINANCIAL STATEMENTS

As a result of the agreement regarding TPS signed on January 6, 2006 by Vivendi, TF1 and M6, TPS has been regarded since December 31, 2005 as a held-for-sale operation, and consequently is presented in the consolidated financial statements in accordance with IFRS 5.

- In the consolidated income statement, the impact of the held-for-sale operation is shown on a separate line for both 2005 and 2006: "net profit of held-for-sale operations"
- In the consolidated balance sheet as of June 30, 2006 and as of December 31, 2005, the impact of the held-for-sale operation is shown on two separate lines: "Assets of held-for-sale operations" and "Liabilities of held-for-sale operations".
- In the cash flow statements for each period, the contribution of the held-for-sale operation to cash generated by or used in operating activities, investing activities and financing activities is shown on separate lines.

The impact on the income statement and balance sheet corresponds to the contribution of the held-for-sale operation to the consolidated financial statements, and to the effects of eliminating intercompany transactions between continuing operations and the held-for-sale operation.

Details of the impact of the held-for-sale operations on the income statement are presented below:

| (€ million) | H1 2006 | H1 2005 | 2005 |
|--|---------|---------|---------|
| Revenue | 177.7 | 182.0 | 365.5 |
| External production costs | (43.8) | (39.2) | (77.1) |
| Other purchases and changes in inventory | (12.0) | (36.5) | (56.7) |
| Staff costs | (17.7) | (16.7) | (35.3) |
| External expenses | (66.4) | (67.9) | (139.1) |
| Taxes other than income taxes | (2.2) | (3.4) | (7.2) |
| Depreciation and amortisation, net (1) | 0.0 | (12.4) | (23.4) |
| Provisions, net | (1.7) | (1.2) | (5.5) |
| Other operating income and expenses | (1.3) | (0.2) | (4.2) |
| Current operating profit | 32.6 | 4.5 | 17.0 |
| Cost of debt | (0.9) | (1.7) | (1.8) |
| Income from cash and cash equivalents | (0.2) | (0.5) | (1.5) |
| Cost of net debt | (1.1) | (2.2) | (3.3) |
| Other financial income and expenses | (0.4) | 1.5 | 1.6 |
| Income tax expense | (0.9) | (1.4) | (1.1) |
| Net profit of held-for-sale operations | 30.2 | 2.4 | 14.2 |

⁽¹⁾ In accordance with IFRS 5, the Group has ceased to depreciate the non-current assets of the held-for-sale operation (the portion of the provision not recognised at June 30, 2006 amounts to €10.9 million).

Details of the impact of the held-for-sale operation on the balance sheet are presented below:

| Assets (€ million) | 2006.06 Net | 2005.12 Net |
|---|----------------|----------------|
| Intangible assets | 8.9 | 6.4 |
| Goodwill | 420.3 | 420.3 |
| Property, plant and equipment | 52.1 | 46.5 |
| Other financial assets | 0.2 | 0.3 |
| Non-current tax assets | 3.6 | 4.3 |
| NON-CURRENT ASSETS | 485.1 | 477.8 |
| Programmes and broadcasting rights | 31.0 | 30.2 |
| Trade and other debtors | 125.9 | 114.4 |
| Current tax assets | -1.6 | -1.6 |
| Foreign exchange derivative instruments | 0.1 | 0.2 |
| Cash and cash equivalents | 3.1 | -57.4 |
| CURRENT ASSETS | 158.5 | 85.8 |
| TOTAL ASSETS OF HELD-FOR-SALE OPERATIONS | 643.6 | 563.6 |
| LIABILITIES (€ million) | 2006.06 | 2005.12 |
| Long-term debt | 9.4 | 10.4 |
| Non-current provisions | 0.5 | 0.6 |
| Non-current tax liabilities | 1.0 | 0.9 |
| NON-CURRENT LIABILITIES | 10.9 | 11.9 |
| Short-term debt | 98.0 | 37.9 |
| Foreign exchange derivative instruments | 0.5 | 0.2 |
| Interest rate derivative instruments | 0.1 | 0.4 |
| Trade and other creditors | 263.3 | 270.1 |
| Current provisions | 26.6 | 29.1 |
| CURRENT LIABILITIES | 388.5 | 337.7 |
| TOTAL LIABILITIES OF HELD-FOR-SALE OPERATIONS | 399.4 | 349.6 |

6. DEFINITION OF CASH POSITION

The cash flow statement analyses movements in the net cash position, which includes both the net cash of continuing operations and the cash impact of held-for-sale operations.

| (€ million) | H1 2006 | 2005 |
|--|----------|--------|
| Cash and cash equivalents in the balance sheet | 269.9 | 175.8 |
| Bank overdrafts | (3.6) | (0.8) |
| Liability cash accounts (1) | (3.5) | |
| Cash impact of held-for-sale operations (2) | 2.9 | (57.4) |
| Cash position at end of period, as reported in cash flow statement | 265.7 | 117.6 |
| (1) in 2006, the liability cash accounts are included in cash liabilities in the cash flow s | tatement | |
| (2) TPS cash and cash equivalents | 2.9 | 3.9 |
| Including cash current account between TF1 and TPS | - | (61.3) |

7. NET DEBT

Net debt as reported by the TF1 Group comprises the following items:

| (€ million) | 2006.06 | 2005.12 |
|--|---------|--------------|
| Cash and cash equivalents | 269.9 | 175.8 |
| Total cash and cash equivalents (1) | 269.9 | <i>175.8</i> |
| Fair value of interest rate derivative instruments (2) | 6.9 | 11.9 |
| Non-current debt | 543.8 | 513.3 |
| Current debt | 123.8 | 26.0 |
| Total debt (3) | 667.6 | 539.3 |
| Net debt (3) – (2) – (1): continuing operations | 390.8 | 351.6 |
| TPS | 104.4 | 106.0 |
| Net Debt : TF1 Group | 495.2 | 457.6 |

The TF1 Group has issued €500 million of fixed-rate bonds maturing 2010. Of this issue, €300 million is hedged against interest rate risk. The effective interest rate of the bonds at June 30, 2006 was 4.53% before hedging and 3.71% after hedging.

The fair value of this bond recognised in the balance sheet at June 30, 2006 was €498.2 million. This value has been determined by discounting future cash flows on the basis of interest rates as of June 30, 2006 and factoring in credit risk It decreased by €11.1 million compared to December 31, 2005, mainly due to the significant increase of long-term rates during H1 2006.

At June 30, 2006, cash includes in particular €99 million advanced by Vivendi on January 6, 2006, together with related interest. The intention is that this advance will be reimbursed in the event that the proposed convergence in the pay television sector is realised. The corresponding book entry is included in current debt. The advance received therefore has no impact on the Group net debt at June 30, 2006.

8. INCOME FROM COMPANIES CONSOLIDATED UNDER THE EQUITY METHOD

The share of net income of companies consolidated under the equity method amounted to \in 9.4 M at June 30, 2006, compared to a loss of \in 2.2 M at June 30, 2005. This considerable improvement is mainly due to the share of capital gains from the sale of free-to-air frequencies registered with Europa TV to Mediaset.

9. SEGMENT INFORMATION AT JUNE 30, 2006 (CONTINUING ACTIVITIES)

The contribution of each business segment to the consolidated financial statements for H1 2006 is as follows:

| (€ million) | Broadcasting | Distribution | Audiovisual | Broadcasting | Other | Eliminations | Consolidated |
|--------------------------|--------------|--------------|-------------|---------------|------------|--------------|--------------|
| 30/06/2006 | France | | rights | international | activities | | total |
| Third-party revenue | 1 155.1 | 0.0 | 101. | 129.3 | 0.0 | | 1 385.6 |
| Inter-segment revenue | 1.8 | 0.0 | 3.7 | 7.8 | 0.0 | (13.3) | |
| Total revenue | 1 156.9 | 0.0 | 104.9 | 137.1 | 0.0 | (13.3) | 1 385.6 |
| Current operating profit | 182.5 | 0.0 | 10.6 | 15.7 | 0.0 | | 208.8 |

The contribution of each business segment to the consolidated financial statements for H1 2005 is as follows:

| (€ million) | Broadcasting | Distribution | Audiovisual | Broadcasting | Other | Eliminations | Consolidated |
|--------------------------|--------------|--------------|-------------|---------------|------------|--------------|--------------|
| 30/06/2005 | France | | rights | international | activities | | total |
| Third-party revenue | 1 071.7 | 0.0 | 103.5 | 117.7 | (5.1) | | 1 287.8 |
| Inter-segment revenue | 2.0 | 0.0 | 2.7 | 6.9 | 0.0 | (11.6) | |
| Total revenue | 1 073.7 | 0.0 | 106.2 | 124.6 | (5.1) | (11.6) | 1 287.8 |
| Current operating profit | 224.9 | 0.0 | 7.8 | 22.2 | (5.2) | | 249.7 |

10. SEASONAL EFFECTS

So far as concerns continuing activities, seasonal effects have no incidence on the interim financial statements of the TF1 Group at June 30, 2006

11. POST BALANCE SHEET EVENTS

No significant event has occurred since the end of the accounting period at June 30, 2006.

12. TF1 SA COMPANY FINANCIAL STATEMENTS (FRENCH GAAP)

| (€million) | H1 2006 | H1 2005 | 2005 |
|------------------|---------|---------|---------|
| Revenue | 895.2 | 841.9 | 1,579.6 |
| Operating profit | 174.5 | 219.9 | 293.4 |
| Net profit | 166.0 | 192.7 | 182.3 |

Télévision Française 1

A public limited company ("Société anonyme") with a share capital of €42,969,040.40 R.C.S. Nanterre B 326 300 159

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