

In the 2012 financial year, the ProSiebenSat.1 Group invested in new growth areas, continued to strengthen its core business and optimized its portfolio.

THE YEAR 2012 AT A GLANCE

MAY...Annual General Meeting decides on dividends and appoints new Supervisory Board members. At the Annual General Meeting on May 15, 2012, the shareholders resolved to pay a dividend of EUR 1.17 per entitled preference share and EUR 1.15 per entitled common share for the financial year 2011. The dividend was paid out on May 16, 2012. Moreover, drs. Fred Th. J. Arp of Telegraaf Media Groep N.V. and Stefan Dziarski of Permira Beteiligungsberatung GmbH were appointed to the Supervisory Board.

COMPANY

AUGUST...ProSiebenSat.1 Annual Report is the winner in the MDAX. In the competition "The Best Annual Report," the ProSiebenSat.1 Group won first place among all MDAX companies. In the overall ranking of all stock market indices, the Group took second place. The award is evidence of the high quality of the ProSiebenSat.1 Annual Report in terms of content and the company's transparent financial communication. The ranking is compiled each year by "manager magazine" under the academic leadership of Prof. Dr. Dr. h.c. Jörg Baetge.

SEPTEMBER.. Heidi Stopper is new member of the Executive Board. (a) In September, the Supervisory Board of ProSiebenSat.1 Media AG appointed Heidi Stopper to the Executive Board. As of October 1, 2012, she took on the newly created "Human Resources" Executive Board division. HR development and recruiting are directly linked to the ProSiebenSat.1 Group's corporate objectives and have gained considerable strategic significance in recent years.



DECEMBER.. Disposal of Northern European TV and radio activities. The ProSiebenSat.1 Group sold its TV and radio activities in Norway, Sweden, Finland and Denmark to the US media company Discovery Communications. The transaction was based on an enterprise value of EUR 1.325 billion. In future, ProSiebenSat.1 will concentrate even more closely on the integration of its German-speaking TV and digital activities, because this area has the greatest growth and synergy potential.

JANUARY...ProSiebenSat.1 secures attractive Hollywood rights. In 2012, the ProSiebenSat.1 Group further enhanced its programming with attractive US series and Hollywood blockbusters. In January, the Group concluded a multi-year license agreement with Warner Bros. International Television Distribution ("Superman", "Harry Potter"). In April, the Group purchased the exclusive free TV license for the international blockbuster "The Hunger Games". In August followed an agreement with the Hollywood studio Paramount Pictures ("World War Z").

BROADCASTING GERMAN-SPEAKING

JULY...sixx starts in Austria. (b) On July 3, 2012, sixx Austria launched successfully. After six months, the women's channel had already achieved a market share of 1.1% in the target group of 12 to 49 year olds. In March 2012, ProSiebenSat.1 acquired the private station Austria 9, relaunched it and brought it on air as sixx Austria.



NOVEMBER.. Second season of "The Voice of Germany" with high market share. In this show, only the voice counts: The music show "The Voice of Germany" delighted German audiences again in 2012. The format captured TV market shares of up to 30.2% on SAT.1 and ProSieben. The music show was also a big hit in digital media. The show's app had around 100,000 users, 1.7 million users visited the "The Voice of Germany" website during broadcast and the social TV platform "The Voice Connect" posted 1.9 million interactions.

NOVEMBER.. Stefan Raab launches first political talk show for young target group. In recent years, ProSiebenSat.1 has succeeded in introducing young people to political issues with several shows in a way that is suited to the target group. In November, Stefan Raab launched "Absolute Mehrheit – Meinung muss sich wieder lohnen", the first political talk show for young viewers on German television. Among 14 to 29 year olds, the show reached an audience share of 24.9% and is therefore much more popular with young people than the public stations' talk show formats.

BROADCASTING INTERNATIONAL

JANUARY...VOX starts in Norway. In Norway, a new station went on air in January – VOX. The channel is aimed primarily at viewers over 30 years. In addition to TV classics, it also broadcasts current movies, series and comedy formats. In 2012, VOX achieved an audience share of 1.1%. The combined share of Norwegian stations TVNorge, FEM, MAX and VOX came to 19.0%.

JUNE...New radio stations strengthen Danish portfolio. (c) In June, the Danish SBS radio group purchased three new stations, Radio 100, Radio Klassik and Radio Soft, further improving its strong market position.



SEPTEMBER...New TV stations in Finland and Hungary. In September, a new station went on air in Finland – Kutonen. Its core target group is men aged 15 to 34. The station achieved an audience share of 1.3% in 2012. Hungary saw the launch of Super TV2, a new pay TV station for the core target group of 18 to 49 year olds. The entertainment station emphasizes exclusive content and shows previews, premieres of films and series as well as local hit formats.

JANUARY...Games business goes international. In early 2012, ProSiebenSat.1 Games secured Europe-wide exclusive licenses to eight online games from the US games developer Sony Online Entertainment. The portfolio includes blockbusters such as “DC Universe™ Online”, “EverQuest® II” and “PlanetSide 2”. For the international marketing of its portfolio, the Group agreed partnerships with TF1 in France and the Turkish Dogan Media Group in 2012. The games business is the fastest growing entertainment sector in the world and is therefore one of the ProSiebenSat.1 Group's most important growth drivers in digital business.

DIGITAL & ADJACENT

MAY...ProSieben FUN goes on air. (d) From May 2012, there has been a new pay TV station. ProSieben FUN shows a young, varied range of programming and is the Group's third German pay TV station after SAT.1 emotions and kabel eins CLASSICS.



OCTOBER...maxdome extends technical reach. maxdome is the ProSiebenSat.1 Group's video-on-demand portal and Germany's largest online video library with more than 50,000 titles. Since October, maxdome users can also access the service on their televisions via the Sony Playstation 3. With the implementation, maxdome extended its technical reach to over ten million devices, and is also integrated in nearly all new hybrid TVs.

NOVEMBER...New investments in Ventures business. The ProSiebenSat.1 Group's Ventures activities are based on an innovative business model: The Group provides advertising space to start-up companies and receives revenue share and/or equity participation in return. In 2012, the ProSiebenSat.1 Group increased the number of investments to 51. Among others, the company acquired majority interests in the price-comparison platform Preis24.de as well as the travel business Tropo.

DECEMBER...MyVideo becomes online TV station. In 2012, ProSiebenSat.1 converted the internet platform MyVideo into an online TV station. The Group showed popular US series such as “Spartacus” on MyVideo before the TV broadcast as an “online first” premiere. In addition, ProSiebenSat.1 produced four live shows exclusively for the web and opened its own production studio in Cologne for this purpose. MyVideo got more than one million hits in the first month with the web show “Let's Play Together”.

MAY...Red Arrow Entertainment enters Israeli TV market. In May, Red Arrow acquired a majority interest in the Israeli production company July August Productions. The new subsidiary specializes in the development and production of TV shows, series and feature films. The entry into the Israeli TV market gives the Red Arrow Entertainment Group new opportunities for growth: The country is among the most productive and creative TV markets in the world.

CONTENT PRODUCTION & GLOBAL SALES

JUNE...Red Arrow International opens branch in Hong Kong. (e) In mid-2012, the ProSiebenSat.1 program distribution company opened its own office in Hong Kong. From there, the company supports the entire Asian market. More than 50% of all TV households worldwide are in Asia. Several ProSiebenSat.1 formats like “Galileo” or “Mein Mann kann” are already on air in Asia. In 2012, among other things, Red Arrow International sold the TV show “You Deserve It” to the Chinese state broadcaster CCTV.



AUGUST...Red Arrow Entertainment expands further in English-speaking region. In 2012, the Red Arrow Entertainment Group broadened its investment portfolio in the most important international TV markets, the USA and Great Britain. In August, the company acquired a majority interest in the American production company Left/Right. The company was the Red Arrow Entertainment Group's biggest acquisition so far. In Great Britain, too, Red Arrow significantly strengthened the content of its portfolio with the production companies CPL Productions, Endor Productions and NERD. The Red Arrow Entertainment Group unites a total of 18 holdings in nine countries under one roof.

DECEMBER...Red Arrow programs on air around the world. In 2012, Red Arrow International sold the TV series “Jo” with Jean Reno in over 120 countries. Great Britain's biggest private station ITV1 acquired the rights to the SAT.1 show “Mein Mann kann” – the format has already been taken by more than 30 countries. In addition, the Red Arrow production subsidiary Kinetic Content developed the innovative cooking show “The Taste”, successfully aired by the US station ABC in January 2013. Red Arrow International is one of the five most successful programming distributors in the world and sold programming in over 150 countries in 2012.

In 2012, the ProSiebenSat.1 stations were successful with exciting shows, successful own formats, blockbuster TV and sports.

TV HIGHLIGHTS 2012



THE STRONGEST VOICE WINS.....(a) The music show which fascinated Germany went into the second round in the fall of 2012 – and again was a hit. Up to 30.2% of 14 to 49 year olds followed **“The Voice of Germany”** on ProSieben and SAT.1.

IT'S RAINING MONEY BEFORE CHRISTMAS.....(b) EUR 3.5 million – just before Christmas this was the highest jackpot ever at **“Schlag den Raab”**. 22.4% of 14 to 49 year olds followed the exciting neck-and-neck race between candidate Bernd and host Stefan Raab. With the score at 50:55, the victory was decided by two cubic meters of moss. The winner was: Bernd, the farmer.



LOVE AND SUFFERING IN THE MIDDLE AGES.....(c) In February, Marie, the wandering harlot, returned to the screen to a strong market share. Part 2, **“Die Rache der Wanderhure”**, on SAT.1 had an audience market share of 26.9%. And there was a second helping for mediaeval fans in December: The four-part series **“Die Tore der Welt”** (“World Without End”) based on Ken Follet’s novel took up to 1.93 million viewers between 14 and 49 years old through this dark period.



DISMAL VISIONS.....(d) The Mayas believed that the world would come to an end on December 21, 2012. Out of this, Roland Emmerich made great entertainment. **“2012”** generated a strong market share of 37.1%.





THEY ARE CRAZY, THE GAULS....(e) In 2012, kabel eins set the Gauls on the audience. Up to 12.3% of viewers between 14 and 49 years followed the adventures of **"Asterix & Obelix"**. All parts of the series generated above-average viewing figures for the station.



SWEET, SWEETER, ENIE....(f) Since October 6, Enie van de Meiklokjes has been entrancing six viewers with her sweet creations. The first season of her baking documentary **"Sweet & Easy – Enie backt"** achieved a market share of up to 2.8% of 14 to 49 year olds and is thus the station's most successful own production. In 2013, she is returning with a second season and many new recipes.

PLEASURES OF THE PALATE ON AIR....(g) The Swiss chef, René Schudel, regularly stirs things up in the kitchen with his **"Funky Kitchen Club"**. Successfully – a market share of up to 6.7% of 15 to 49 year olds watched the format in 2012.



INTO THE BACK OF THE NET....(h) In addition to the NFL, as of the season 2012/2013 PULS 4 is also broadcasting the **UEFA Champions League**. PULS 4 generates market shares of up to 15.2% for viewers aged between 12 and 49 years and secured the rights to this sports tournament up to 2015.



ELDERLY FUN....(i) Pensioners have no sense of humor? The comedy show **"Betty White's Off Their Rockers"** on the Finnish station TV5 shows the opposite. Red Arrow International, which operates the program distribution activities of ProSiebenSat.1, has already sold the format in more than 10 countries.

BIG SUCCESS....(j) In Denmark, the TV station Kanal 5 networked **"Big Brother 2012"** as cross-media event with internet, radio and several mobile offerings. The show generated the best TV market share (up to 16.5%) since the station was established.



Our company's commitment pursues four goals: We want to offer people opportunities, promote culture, disseminate values and create knowledge.

PUBLIC VALUE

TOLERANCE DAY (PROSIEBEN).....(a) On February 19, 2012, the second "Tolerance Day" took place on ProSieben. In a TV and social media campaign, stars like Joko and Klaas again promoted respectful cooperation. Amongst others, they called for a virtual chain of lights, in which people from all around the world participated. In magazine shows such as "taff" and "Galileo", ProSieben considered the topic of tolerance from different angles. The station also showed the movies "Invictus" and "Gran Torino", which tackle the issue of racism. At prime time, with an audience share of 17.4%, "Gran Torino" reached nearly 2.6 million viewers. A survey also showed that 44.3% of viewers aged between 14 and 49 and 52.9% of 14 to 29 year olds rated the campaign day as "good" or "very good".



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RED NOSE DAY 2012.....(b) In December 2012, the tenth RED NOSE DAY took place on ProSieben. Viewers were again asked to donate for needy children. RED NOSE DAY is the most well-known charity brand in Germany – and also one of the most successful. The company has raised over EUR 10 million in donations since ProSieben imported the idea from England in 2003. ProSiebenSat.1 Group employees also supported RED NOSE DAY again this year with almost EUR 30,000 in total. Since RED NOSE DAY was founded, over 30 aid projects for children have benefited from the donations. In 2012, all proceeds again went to organizations that care for children in need, including "Die Arche e.V.", Kindernothilfe and the St. Nikolaus children's hospice.



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DIE ARCHE.....(c) The Christian children's and youth charity "Die Arche e.V." was founded in Berlin in 1995 and helps children and young people growing up in difficult circumstances. Currently, the staff support more than 2,000 children and young people in ten German cities with a program for promoting social skills, education and sports facilities, healthy eating and individual counseling. In 2012, RED NOSE DAY supported the project again. The ProSiebenSat.1 Group's employees also got involved. They made sure that 85 children between the ages of 13 and 18 had a present under the Christmas tree this year. Heidi Stopper, the ProSiebenSat.1 Group's HR Executive, gave the children their presents at the "Arche" Christmas party. She was supported by "Galileo" host Funda Vanroy.



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GREEN SEVEN...^(d) Environmental protection is very important and is given a lot of space in the ProSiebenSat.1 Group's program. The company pushes environmental issues further into the public consciousness with initiatives such as "Green Seven". In the week from May 14 to 20, 2012, the ProSieben campaign went on air for the fourth time. The station explained in various shows such as "taff" and "Galileo" how everyone can contribute a bit to protect the environment. The "Green Seven" campaign week was accompanied by highlights such as the first showing of the nature film "Unsere Ozeane" ("Our Oceans") and of the documentary "Population Zero" at prime time.



RAN HELPS HAITI...^(e) In May 2012, the time had come to formally open the ran football school "Camp Nous" in Port-au-Prince. 120 boys and girls have found a new home there. Under the motto "study in the morning, kick in the afternoon", not only is football-playing talent supported but the children also receive a well-founded education. In the afternoons and on weekends, the school also opens its gates to children from the surrounding area to offer them schooling. The school thereby provides new prospects for children who lost everything in the devastating earthquake. After the catastrophe in 2010, the SAT.1 sport editorial team organized the "ran hilft Haiti" campaign as part of RED NOSE DAY, raising more than EUR 500,000. With these donations and support from Rotary Germany, 80 Haitians, under the direction of a German construction company based in Port-au-Prince, built the ran football school.



ACCESSIBLE TELEVISION...^(f) 80,000 people in Germany are deaf. Another 13 million are hearing impaired. For these people, the ProSiebenSat.1 Group has broadcast more than 250 feature films with subtitles every year since 2000 – on ProSieben, kabel eins and since September 4, 2012 on SAT.1 as well. There, all self-produced German feature films and series now also have an audio play version. Now audiences can experience event-movies like "Die Tore der Welt" ("World Without End") not only with subtitles, but with their complete soundscape. The sound of hammer on metal will now appear just like the indication of romantic music. Thanks to this enhancement, the station group has further improved its status in German private TV as a frontrunner in accessible television.



CHALLENGE...^(g) Each episode of the monthly show "Challenge" on kabel eins is a portrait of a different person with a disability. Since 2010, these reports make clear that the challenges, cares and dreams of disabled people are often as varied as those of people without mental or physical disabilities. "Challenge" thus promotes better mutual understanding, shows a nuanced picture of the everyday lives of people with disabilities and encourages them to take active part in social life.

HELP FOR HELPERS...^(h) Many people have good ideas, but fail at putting them into practice. This is where the "startsocial" competition comes in. For three months, business experts lend their support to founders of selected social projects. Finally, an expert jury chooses the 25 best initiatives, which are awarded the Federal Prize by Chancellor Merkel as patron. Since 2001, the ProSiebenSat.1 Group has supported the "startsocial" initiative as a co-founder. The ProSiebenSat.1 Group's stations support interchange between business and social engagement with TV advertising worth millions of euro every year.



PROSIEBENSAT.1 PROMOTES YOUNG TALENT...⁽ⁱ⁾ It is often hard for students and graduates of film schools to make the leap into practice. For years, ProSiebenSat.1 has supported various projects to promote this potential. In Germany as a whole, ProSiebenSat.1 works with seven institutions, including the Bayerische Akademie für Fernsehen and the Hamburg Media School. As well as financial sponsoring, the students are taught by SAT.1 television professionals, which builds a bridge between theory and practice. The best films by students graduating from German film schools every year receive the FIRST STEPS Award. With its prize money of EUR 72,000, this award is the most prestigious of its kind in Germany. The graduates can also make contacts in the film industry. SAT.1 initiated the competition in 2001 as a co-founder. Since 2009 it has been supported by all stations of the ProSiebenSat.1 Group.



In 2013, the stations of the ProSiebenSat.1 Group again provide their viewers exciting series, surprising shows and lots of film highlights.

PROGRAM OUTLOOK 2013



CIRCUS, CIRCUS....(a) In 2013, it is all systems go again for Joko Winterscheidt and Klaas Heufer-Umlauf. This time exclusively on ProSieben. On February 25, their weekly show successfully went on air – **"Circus Halligalli"**. With "Joko und Klaas – Das Duell um die Welt" there is to be a rematch in 2013.



POLITICS FOR YOUNG PEOPLE(b) In November, the first political talk show went on air with Stefan Raab, reaching a market share of 24.9% among young viewers. In 2013, a total of four broadcasts of **"Absolute Mehrheit – Meinung muss sich wieder lohnen"** are to be shown.



AWARDED....(c) Having received some 20 prizes, including the Golden Globe and the Emmy for the best series, **"Homeland"** is currently the world's most successful series. SAT.1 has shown the story revolving around CIA agent Carrie Mathison every Sunday at 11.15 p.m. since February 3, 2013. With audience shares of up to 16.9% among 14 to 49 year olds, the series is already living up to its reputation after the first few episodes.

ONCE A LIE....(d) All of Germany talked about this plagiarism affair. Now the satire **"The Minister"** is aired on TV. Stars including Kai Schumann and Alexandra Neldel play leading roles when it is broadcast on SAT.1 at 8.15 p.m. on March 12, 2013.



SEEK AND YOU WILL FIND....(e) On February 8, 2013, **"The Finder"** on kabel eins started looking for missing people. The US crime series is about the detective Walter Sherman, an eccentric ex-soldier with pretty strange investigative methods. "The Finder", each Friday at 10.15 p.m. on kabel eins.



COMING TO STAY....(f) The **UEFA Europa League** puts kabel eins in the mood, with dream ratings of up to 20.3%. The station has secured the broadcasting rights for the next three seasons. People also watch football in Austria. Since February 12, PULS 4 broadcasts the new matches in the UEFA Champions League.



LIFE IS FULL OF SURPRISES....(g) In **"Hart of Dixie"**, the New York physician Zoe Hart ends up in the small town of Bluebell, Alabama. Quite unexpectedly she inherits part of the practice in which she wanted to start her career as a doctor. sixx is broadcasting the US drama series from April 8, 2013 at 9.00 p.m.

I FEEL GOLD....(h) January 17, 2013 was the successful premiere of SAT.1 Gold. The station mainly focuses on female viewers between 49 and 64. In addition to classic series such as "Edel & Starck", the station also airs German movies and entertainment. The TV program is supplemented by magazine shows such as **"Süddeutsche TV Thema"**.



MIRROR, MIRROR ON THE WALL....(i) Switzerland chooses the fairest one of them all. And for the first time, it is a private channel, SAT.1 Schweiz, which is broadcasting the popular **"Miss Schweiz 2013"**. The first candidate will be presented at 7.00 p.m. on April 28. And in Austria as well, a search will be made in summer on PULS 4 for "Miss Austria".



THE LATE BIRD CATCHES THE WORM....(j) The one-hour news live show **"Guten Abend Österreich"** catches people after work with the most important topics of the day. January 21, at 6.45 p.m., was the first day of the biggest, daily show of the Austrian channel PULS 4.