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**TF1
COMMERCIAL CONDITIONS
2010**

TF1 PUBLICITE

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TRADITIONAL SPACE PRICING

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PRICING

1 – SECTOR-BASED PRICING: PRICES 1 AND 2

There are two pricing tables:

Price 1

Applicable to families (F) and/or classes (C), and/or sectors (S), and/or varieties (V) according to the 2010 TV product nomenclature:

- Drinks (F 01) excluding Sports drinks (V 01010204),
- Food (F 02),
- Household Appliances (F 07),
- Maintenance (F 09),
- Health and Beauty (F 10) excluding specific products indicated in price 2,
- Education - Training (F 15),
- Pharmaceuticals - Medicine (F 26),
- Toys and Games (C 3201).

Price 2

Applicable to families (F) and/or classes (C), and/or sectors (S), and/or varieties (V) according to the 2010 TV product nomenclature:

- Sports drinks (V 01010204),
- Clothing – Accessories – Textiles (F 04),
- Furnishings – Decoration (F 08),
- Specific products in the Health and Beauty family:
 - Men's Deodorants (V 10020202),
 - Men's razors and razor blades (S 100204),
 - Men's shaving products (S 100208),
 - Men's perfumes and eaux de toilette (S 100302),
 - Men's skincare and grooming products (V 10040202),
 - Hair care products (C 100603).
- Automobile Transport (F 11),
- Travel – Tourism (F 12),
- Energy (F 13),
- Publishing (F 16),
- Distribution – Mail Order (F 17),
- Financial Institutions – Insurance (F 18),
- Gardening – DIY – Agriculture (F 19),

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- Services (F 20),
- Property (F 21),
- Financial Advertising (F 22),
- Corporate (F 23),
- Audiovisual – Photography – Cinema (F 30),
- Games and Events (C 3202),
- Sports Equipment (C 3203),
- Media Information (F 33),
- Telecommunications (F 49),
- Information Technology (including office equipment – printers) (F 50),
- Building and Public Works (F 55),
- Industry (F 70).

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**TRADITIONAL SPACE
COMMERCIAL CONDITIONS**

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COMMERCIAL CONDITIONS

1 – VOLUME DISCOUNT

1.a Family A

Family A comprises the following families (F), and/or classes (C), and/or sectors (S), and/or varieties (V) from the 2010 TV product nomenclature:

- Drinks (F 01),
- Food (F 02),
- Maintenance (F 09),
- Health and Beauty (F 10),
- Automobile Transport (F 11) excluding Auto Services and Centres (S 110102),
- Restaurants (S 120107),
- Large and medium stores, multi-discounters (S 170103),
- Financial and insurance institutions (F 18),
- Services (F 20),
- Media Information (F 33),
- Telephone Services and Offers (S 490101),
- Internet Service Providers (V 49030101),
- Telecommunication Convergence(C 4904).

Any advertiser investing a gross negotiated sum of **at least €100,000** in traditional space on TF1 between 1 January and 31 December 2010, will have the benefit of a volume discount calculated from the first euro, **per tranche** of gross negotiated revenue, according to the following scale:

| Tranche of Gross Negotiated Revenue between 1 January and 31 December 2010 | Rate applicable to the tranche of Gross Negotiated Revenue | Resulting rate from the first euro of Gross Negotiated Revenue to the maximum value of the tranche |
|--|--|--|
| from €0 to €300,000 | 3.0% (*) | 3.00% |
| from €300,000 to €800,000 | 3.5% | 3.31% |
| from €800,000 to €1,300,000 | 4.0% | 3.58% |
| from €1,300,000 to €1,800,000 | 4.5% | 3.83% |
| from €1,800,000 to €2,300,000 | 5.0% | 4.09% |
| from €2,300,000 to €3,000,000 | 5.5% | 4.42% |
| from €3,000,000 to €5,000,000 | 6.5% | 5.25% |
| from €5,000,000 to €7,500,000 | 7.0% | 5.83% |
| from €7,500,000 to €10,000,000 | 7.5% | 6.25% |
| from €10,000,000 to €12,500,000 | 8.0% | 6.60% |
| from €12,500,000 to €15,000,000 | 8.5% | 6.92% |
| from €15,000,000 to €20,000,000 | 9.0% | 7.44% |
| from €20,000,000 to €25,000,000 | 9.5% | 7.85% |
| from €25,000,000 to €30,000,000 | 10.0% | 8.21% |
| from €30,000,000 to €40,000,000 | 10.5% | 8.78% |
| from €40,000,000 to €50,000,000 | 11.0% | 9.23% |
| from €50,000,000 to €60,000,000 | 12.0% | 9.69% |
| €60,000,000 or more | 13.0% | |

() Rate applicable to the first gross negotiated €300,000 as soon as the investment reaches €100,000.*

In the case of a multi-sector advertiser, the family used will be that in which the advertiser makes the majority of its investment with TF1 in 2010.

BASIS OF APPLICATION AND PAYMENT OF THE BONUS: cf. PAGES 24, 25

1.b Family B

Family B comprises the following families (F), and/or classes (C), and/or sectors (S), and/or varieties (V) from the 2010 TV product nomenclature :

- Clothing – Accessories – Textiles (F 04),
- Household Appliances (F 07),
- Furnishings – Decoration (F 08),
- Auto Services and Centres (S 110102),
- Travel – Tourism (F 12) excluding Restaurants (S 120107),
- Energy (F 13),
- Education - Training (F 15),
- Publishing (F 16),
- Distribution – Mail Order (F 17) excluding large and medium stores, multi-discounters (S 170103),
- Gardening – DIY – Agriculture (F 19),
- Property (F 21),
- Financial Advertising (F 22),
- Corporate (F 23),
- Pharmaceuticals - Medicine (F 26),
- Audiovisual – Photography – Cinema (F 30),
- Culture and Leisure (F 32),
- Telecommunication (F 49) excluding Telephone Services and offers (S 490101),
Internet Service Providers (V 49030101), and Telecommunication Convergence (C 4904),
- Information Technology (including office equipment – printers) (F 50),

- Buildings and Public Works (F 55),
- Industry (F 70).

Any advertiser investing a gross negotiated sum of at least €50,000 in traditional spaces on TF1 between 1 January and 31 December 2010, will have the benefit of a volume discount calculated from the first euro, per tranche of gross negotiated revenue, according to the following table:

| Tranche of Gross Negotiated Revenue between 1 January and 31 December 2010 | Rate applicable to the tranche of Gross Negotiated Revenue | Resulting rate from the first euro of Gross Negotiated Revenue to the maximum value of the tranche |
|--|--|--|
| from €0 to €100,000 | 3.0% (*) | 3.00% |
| from €100,000 to €300,000 | 3.5% | 3.33% |
| from €300,000 to €500,000 | 4.0% | 3.60% |
| from €500,000 to €1,000,000 | 5.0% | 4.30% |
| from €1,000,000 to €1,500,000 | 6.0% | 4.87% |
| from €1,500,000 to €2,000,000 | 6.5% | 5.28% |
| from €2,000,000 to €2,500,000 | 7.5% | 5.72% |
| from €2,500,000 to €3,000,000 | 8.0% | 6.10% |
| from €3,000,000 to €4,000,000 | 9.0% | 6.83% |
| from €4,000,000 to €5,000,000 | 10.0% | 7.46% |
| from €5,000,000 to €6,000,000 | 11.0% | 8.05% |
| from €6,000,000 to €8,000,000 | 12.0% | 9.04% |
| from €8,000,000 to €10,000,000 | 12.5% | 9.73% |
| from €10,000,000 to €15,000,000 | 13.0% | 10.82% |
| from €15,000,000 to €20,000,000 | 13.5% | 11.49% |
| €20,000,000 or more | 14.0% | |

(*) Rate applicable to the first gross negotiated €100,000 as soon as the investment reaches **€50,000**.

In the case of a multi-sector advertiser, the family used will be that in which the advertiser makes the majority of its investment with TF1 in 2010.

BASIS OF APPLICATION AND PAYMENT OF THE BONUS: cf. PAGES 24, 25

1.c Advance payment of volume discount

Any advertiser present on TF1 in 2010 and that was present in 2009 will have the benefit of an advance payment deducted from their invoice and applied to 2010 gross negotiated revenue.

The rate of this advance payment will be **50%** of the rate resulting from the application of the scales of volume discount for 2010 based on its gross negotiated revenue in 2009 (excluding the impact of items not paid on their due date).

For the purposes of calculating the rate of advance payment on invoices in 2010, the 2010 scale in which the advertiser made the majority of its investments in 2009 will be used.

If the advertiser belongs to a group of advertisers in 2010, the 2009 gross negotiated revenue used will be that of the group of advertisers. The rate applied will be the same for all advertisers belonging to the same group.

An advertiser that in 2010 invests separately from the group to which it belonged in 2009, will have the benefit of a rate of advance payment of 50% of the rate resulting from the application of the scale of volume discount for 2010 on its gross negotiated revenue invested separately in 2009.

The resulting rate will be rounded up or down to the nearest one tenth.

Any new advertiser on TF1 in 2010 will have the benefit of a rate of advance payment of **1.5%** deducted from its invoice, corresponding to 50% of the rate for the first tranche of volume discounts for families A and B.

BASIS OF APPLICATION AND PAYMENT OF THE PAYMENT ON ACCOUNT: CF. PAGES 24, 25

2 – PERIOD BONUS

2.a 1st quarter bonus

Any advertiser present on TF1 in “January-February-March” 2009 and investing in “January-February-March” 2010 a gross price-corrected revenue which is **up 5% or equal to** compared to the gross price-corrected revenue for the same period of 2009 will have the benefit of a bonus under the following conditions:

| Increase in “January-February-March” 2010 gross price-corrected revenue compared to the gross price-corrected revenue for the same period of 2009 | Rate applicable to the “January-February-March” 2010 gross negotiated revenue |
|---|---|
| from 5% to 9.99% | 5.0% |
| from 10% to 19.99% | 10.0% |
| > 20% | 15.0% |

2.b Specific case of new advertisers in the 1st quarter of 2010

Any advertiser absent in “January-February-March” 2009 will have the benefit of the 2010 1st quarter bonus at the rate of 5% applied to its gross negotiated revenue for screens priced gross, invested with TF1 from 1 January to 31 March 2010.

BASIS OF APPLICATION AND PAYMENT OF THE BONUS: CF. PAGE 25

3 – NEW ADVERTISER BONUS

Any new advertiser will have the benefit of a **rebate of 10%**.

New advertiser means any advertiser absent from TF1 in 2009 will not be considered as a new advertiser:

- An advertiser that changes its company name in 2010,
- An advertiser that advertises in 2010 for a brand that was the subject of advertisement in 2009.

The new advertiser bonus only applies to advertisers in sectors which, on the date of publication of the Commercial Conditions, are authorised to advertise on TV on 1 January 2010. [Basis of application and payment of the bonus: Cf. pages 24 ; 25.]

4 – SMALL AND MEDIUM-SIZED BUSINESS AND INDUSTRY (SME-SMI) BONUS

Any advertiser present on TF1 in 2010 the amount of whose annual multimedia advertising investments in 2009 (Press, Radio, Television, Internet, Posters and Cinema) was **€2.5 million or less** (according to TNS Média Intelligence) will have the benefit of a **rebate of 10%** in 2010.

The SME-SMI bonus **may be added to the new advertiser bonus**.

Advertisers belonging to a group of advertisers multimedia advertising investments in 2009 (Press, Radio, Television, Internet, Posters and Cinema) was **more than €2.5 million** (according to TNS Média Intelligence) cannot benefit from the SME-SMI bonus.

BASIS OF APPLICATION AND PAYMENT OF THE BONUS: CF. PAGE 26

5 – REFERENCE DISCOUNT

Any advertiser present on TF1 in 2010 will have the benefit of a reference discount of **15%** on its invoice applied to gross negotiated revenue.

BASIS OF APPLICATION AND PAYMENT OF THE BONUS: CF. PAGE 24

6 – CENTRALISATION BONUS

Any advertiser that entrusts the programming and purchasing of its campaigns to a representative that, in 2010 :

- handles several accounts together,
and
- deals with all the following tasks:
 - the purchasing of space,
 - the reservation of advertising slots, the signature of advertising orders (including EDI PUBLICITE), their management and follow-up,
 - the monitoring of invoices issued in the advertiser's name, and
 - ensuring that the said invoices are paid on their due dates,

will benefit from a centralisation bonus of **1.5%**.

BASIS OF APPLICATION AND PAYMENT OF THE BONUS: CF. PAGE 26

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**TRADITIONAL SPACE
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COMMERCIAL OFFERS

1 – “MEDIA MARKET” OFFER

1.a Definition

In 2010, for the following **categories of products** (see the list below), TF1 Publicité undertakes to guarantee the competitiveness in comparison with the competition (2) of its “Peak Time” Offer (title screens from 2020 to 2199) for the “brand buyers” (1) target.

This undertaking is based exclusively on data obtained from the TNS MI “Media Way” tool.

List of product categories : (according to the TNS MI nomenclature)

| | |
|-------------------------|---------------------------------|
| Still water | Soft Cheeses |
| Dishwasher Products | Fresh Desserts |
| Full Fat Margarine | Pressed Uncooked Cheese |
| Yoghurt | Toothpaste |
| Laundry Products | Cooked Dishes |
| Roasted Coffee | Dry Pasta |
| Oils | Non-alcoholic still drinks |
| Detergents | Carbonated Water |
| Chocolate Confectionery | Feminine Hygiene |
| Pet Food | Ice Creams |
| Household Cleaners | Pressed Cooked Cheese |
| Blue Cheeses | Sweet Biscuits |
| Washing-Up Liquid | Shampoo |
| Butter | Carbonated Non-alcoholic Drinks |
| Bars of Chocolate | Bath and Shower |
| Aperitif Products | Cereal Bars |

(1) Brand buyers : buyers of at least one brand in the category, other than an MDD brand, during the period in question.

(2) Channels in respect of which we are in a position to use the results considered in Media Way, on 31/12/2009 (excluding screens not priced gross or not accessible to the brands of the product categories concerned). Should further channels be included in the Media Way results during 2010, TF1 Publicité will reformulate the offer to take account of them.

1.b TF1 Publicité’s undertaking

- TF1 Publicité **undertakes** to guarantee that the weighted **GRP Cost** (GRP Cost weighted by quantities purchased) of its **Peak Time offer for the “brand buyers” target** will be **cheaper or the same** as the weighted GRP Cost of the combined offer of the competition for the same tranche of advertising screens. This guarantee will be based on the **quarterly balance sheets** for TF1’s Peak Time offer. These balance sheets will be prepared as and when each quarter becomes available on Media Way.
- In the event that the weighted GRP Cost of the TF1 offer proves to be higher than that of the combined offer of the competition in relation to one or more product category(ies) concerned, TF1 Publicité undertakes **to offset the difference** in the form of free advertisements, in an amount equal to the percentage excess cost, applied to the gross budget invested in TF1 Peak Time on campaigns for the products in the category(ies) concerned.

2 – “DAY CLIC” OFFERS

2.a Definition

A Day Clic offer is an inseparable set of advertisements for a product or service, **scheduled by TF1 Publicité** on a basket of screens in such a way as to achieve a target advertising pressure at a GRP Cost (before sector-based rebates), on a 30-second basis.

There will be 2 types of offer:

- The **Day Clic Start** upon the publication of prices
- The **Day Clic Live** in the course of the schedule and after the return of orders. The characteristics of the Day Clic Start and of the Day Clic Live are different. In any event, the GRP Cost of the Day Clic Start will be cheaper than that of the Day Clic Live.

TF1 Publicité reserves the right to alter the GRP Costs defined in the Day Clic offers in accordance with Article 5.4.3 of the Traditional Slots General Conditions of Sale.

2.b Terms of application

Each Day Clic is accessible to advertisers satisfying all the eligibility criteria defined in the offer and whose campaign has the following characteristics:

- that it is in favour of one and the same product or service,
- that its length is between one and a maximum of three weeks,
- that it has a weekly pressure of between: - 20 and a maximum of 120 GRP for products covered by the T1 tariff

covered by the T2 tariff

- that it combines a maximum of two advertising film formats per Day Clic offer.

The programming and optimisation of advertisements in the context of Day Clic offers will be **arranged exclusively by TF1 Publicité** in compliance with the terms and objectives defined in the offer. As far as possible, programming will take account of the real target of the product or service, in order to get as close as possible to the natural footfall index. These advertisements may not be programmed as Premium advertisements. Programming in Preferential Slots will be subject to the same conditions as apply to traditional purchases.

For information purposes, advertisers and/or their representatives will be informed by TF1 Publicité of the programming of Day Clic offers between 3 and 5 weeks before broadcast.

TF1 Publicité will be entitled to readjust the programming in waves, in the form of a volume of additional GRP to be used in free advertisements in the same wave, or on a subsidiary basis, by the application of an additional rebate.

>> In the context of the Day Clic Start offer, the advertiser may revert once to its advertising pressure target without having the GRP Cost (before sector-based rebates) of the Day Clic Live offer in force in that period applied to it. This option is available subject to a maximum of one increase of advertising pressure of a maximum of 15% compared to the pressure originally agreed, and subject to availability in the schedule.

>> In the context of the Day Clic Live offer, the advertiser may only revert to its originally agreed advertising pressure target in tranches of 10 additional GRP, and subject to availability in the schedule. In the case of any format alteration on the initiative of the advertiser, at least 31 calendar days before broadcast, which reduces the amount of the gross investment (before sector-based rebates), the advertiser undertakes during the same period:

- either to increase the advertising pressure target so as to maintain the committed level of investment,
- or to keep the original advertising pressure target initial but to reinvest the amount of investment thus released on traditional purchases.

The achievement of targets will be measured against the targets defined in the offers.

In the event of a campaign that takes place in two pricing periods, the GRP Cost (before sector-based rebates) will be calculated pro rata according to the number of days of the campaign in each of the pricing periods.

In the event that the number of GRP agreed in respect of the target given is not achieved at the end of the period originally agreed, TF1 Publicité reserves the right to extend the campaign so as to achieve the target pursued. In the event that it is impossible to extend the campaign (for reasons attributable to the advertiser or to TF1 Publicité) the advertiser will only be invoiced pro rata according to the number of GRP actually delivered.

Investments made in the context of Day Clic offers will have the benefit of the bonuses and discounts resulting from the TF1's Commercial Conditions 2010, and in particular of any sector-based rebates.

3 – “ASSUR’ECRAN” OFFERS

On certain screens TF1 Publicité offers “Assur’Ecran” pricing.

When the weekly flash is broadcast, TF1 Publicité indicates the prices of the screens to which the “Assur’Ecran” offer applies. Thus the prices of the screens concerned are accompanied by a “ceiling GRP cost” for a notified target.

After broadcast, in the event that the GRP cost for the associated target is greater than the “ceiling GRP cost”, TF1 Publicité **will adjust the price downwards** (*) in order to reach the “ceiling GRP cost”.

In the contrary case, where the GRP cost for the associated target is equal to or less than the “ceiling GRP cost”, there will be no adjustment of the price.

Amended prices will be communicated at the time of the weekly flash following the broadcast of the screens concerned.

(*) The price will be adjusted if only the downward of price is strictly over than €500.

4 – PRIORITY OFFERS

4.a Premium

Premium prices apply to the first, second and last positions on certain screens and are published in the sector-based price lists T1 and T2.

On each opening of bookings, requests for **Premium** advertisements will be given **priority** before any other offer. Among all the Premium requests, requests for the first and last position will be dealt with before requests for Premium advertisements in the second position.

4.b Prio

The **Prio** offer makes it possible to secure the choice of programming on the opening of bookings. This priority offer affects all screens other than those coded 5.

On each opening of bookings, requests for **Prio** programming will be dealt with in priority after Premium requests.

An uplift of **5%** on the gross price value will be applied to **Prio** advertisements.

4.c Preum's

On screens coded 5 (in the context of young people's programmes), Preum's prices make it possible to secure choices of programming. On each opening of bookings, requests for Preum's advertisements will be dealt with in priority before any other offer.

Preum's prices are only published in the price lists at certain times of the year.

5 – SECTOR-BASED OFFERS

5.a Sector-based rebates

Certain sectors have the benefit of specific pricing rebates depending on "day parts":

- In all "Day parts"

| Family (f) or Class (c) or Sector (s) or Variety (v) concerned | Rate of pricing rebate 2010 |
|---|-----------------------------|
| Furnishings - Decoration (F08) <i>excluding Swimming Pools (S 080305)/excluding DIY products (S 080307)</i> | -15% |
| Consoles, software and video games accessories (V 32010106) | -15% (1) |
| Education Training (F15) | -15% |
| Clothing – Accessories – Textiles (F04) <i>excluding Children's clothing (S 040205)/excluding Eyewear (S 040401)</i> | -20% |
| Information Technology (F50) <i>excluding Office Furniture and Supplies (C 5004)</i> | -25% |
| Employment market (C2001) Provision of goods and services (C2003) | -10% |
| Travel - Tourism (F12) <i>excluding public transport (S 120105)/excluding Restaurants (S 120107)</i> | -25% |

(1) During the period September to December, the sector-based rebate "Consoles, software and video game accessories" (V32010106) does not apply to screens coded 5.

- On “Morning + Afternoon”: Title screens from 0500 to 1215 and from 1341 to 1899

| Family (f) or Class (c) or Sector (s) or Variety (v) concerned | Rate of pricing rebate 2010 |
|--|-----------------------------|
| Financial Institutions – Insurance (C1801) | -20% |

- On “Day Time + Access Prime Time”: title screens from 0500 to 2019

| Family (f) or Class (c) or Sector (s) or Variety (v) concerned | Rate of pricing rebate 2010 |
|--|-----------------------------|
| Gardening – DIY - Agriculture (F19) | -20% |

Sector-based rebates do not apply to screens coded 5 (with the exception of the variety “Consoles, software video games accessories” from January to August) or to screens coded 9.

Advertisements programmed at the prices relating to joint campaigns between advertisers, and to collective, governmental and public interest campaigns, cannot benefit from sector-based rebates.

5.b Campaigns in the Publishing, Telephone Personalisation, Social Networking Services and Live Shows Sectors

Advertisers in these sectors can benefit from price rebates depending on:

- the period of investment in the year 2010,
- the date of programming of their campaigns,
- the availability of the schedule.

The choice of the date of programming is **fixed** and **final**. Since the conditions applied are associated with the choice of programming date during a specific period, the amount programmed on a chosen date cannot be deferred to a date nearer the broadcast.

a) Programming 5 weeks before broadcast

Advertisements programmed **5 weeks before broadcast** have the benefit of the following rebates:

| Periods of investment in 2010 | 1 January to 30 June | 1 July to 31 August | 1 September to 31 December |
|-------------------------------|----------------------|---------------------|----------------------------|
| Rate | -30% | -35% | -30% |

b) Programming 8 days before broadcast

Advertisements programmed **8 days before broadcast** have the benefit of the following rebates:

| Periods of investment in 2010 | 1 January to 31 March | 1 April to 30 June | 1 July to 31 August | 1 September to 31 October | 1 November to 31 December |
|-------------------------------|-----------------------|--------------------|---------------------|---------------------------|---------------------------|
| Rate | -50% | -45% | -55% | -45% | -50% |

Advertisements are programmed every **Monday** for a period of one week from **Monday to Sunday**, starting 8 days later.

c) Programming 5 days before broadcast

Advertisements programmed **5 days before broadcast** benefit from the following rebates:

| Periods of investment in 2010 | 1 January to 31 March | 1 April to 30 June | 1 July to 31 August | 1 September to 31 October | 1 November to 31 December |
|-------------------------------|-----------------------|--------------------|---------------------|---------------------------|---------------------------|
| Rate | -60% | -58% | -64% | -56% | -60% |

Advertisements are programmed every **Wednesday** for a period of one week from **Monday to Sunday**, starting 5 days later.

This programming can be amended by TF1 Publicité at any time until broadcast and in any event its broadcast cannot be guaranteed.

Campaigns in the Publishing, Telephone Personalisation, Social Networking Services and Live Shows Sectors **do not have the benefit of any bonuses and/or discounts of any nature.**

Any advertiser satisfying the following cumulative conditions will be deemed to be in the "Live Show" sector (Sector Code V 32020301):

- if it can prove it is a show producer within the meaning of current regulations,
- if it can prove that it ticket distribution specific to the show the subject of the advertisement.

Investments programmed in the context of these specific conditions are reserved exclusively for products in these sectors.

Advertisements including brands or logos of advertisers in other sectors will be subject to an uplift under the conditions specified below.

d) Pricing uplift for references to radio stations or press publications

Advertisements in the Publishing, Telephone Personalisation, Social Networking Services and Live Shows sectors that refer to a radio station or press publication are subject to an **uplift of +30%**.

This reference must not be the subject of any promotion by the station or press publication and must be hidden, which excludes any audible reference or text superimposed in large characters.

This uplift applies to the amount of the gross price, less any rebate specific to these sectors.

e) Pricing uplift for references to another advertiser (excluding radio stations or press publications)

Advertisements in the Publishing, Telephone Personalisation, Social Networking Services and Live Shows sectors that refer to a different advertiser from a radio station or press publication are subject to an **uplift of +30%**.

This uplift applies to the amount of the gross price, and does not benefit from any discount of any nature.

This uplift therefore reduces the rates of rebates applicable to advertisements in these sectors depending on the conditions of programming and periods of investment, as specified above.

Thus, for these advertisements invoices will show the rate of rebate applicable in accordance with paragraphs a), b) or c) of this Article 5.b, less 30 points.

5.c Direct Marketing Campaigns

Direct Marketing campaigns can benefit from price rebates according:

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- to the period of investment in the year 2010,
- to the date of programming of the campaigns,
- to availability in the schedule.

The choice of the programming date shall be **fixed** and **final**. Since the conditions applied are linked to the choice of programming date in a specific period, the amount programmed on a chosen date may not be postponed to a date closer to the broadcast.

a) Programming 5 weeks before broadcast

Advertisements programmed **5 weeks before broadcast** benefit from the following rebates:

| Periods of investment in 2010 | 1 January to 30 June | 1 July to 31 August | 1 September to 31 December |
|-------------------------------|----------------------|---------------------|----------------------------|
| Rate | -30% | -35% | -30% |

b) Programming 8 days before broadcast

Advertisements programmed **8 days before broadcast** benefit from the following rebates:

| Periods of investment in 2010 | 1 January to 31 March | 1 April to 30 June | 1 July to 31 August | 1 September to 31 October | 1 November to 31 December |
|-------------------------------|-----------------------|--------------------|---------------------|---------------------------|---------------------------|
| Rate | -50% | -45% | -55% | -45% | -50% |

c) Programming 5 days before broadcast

Advertisements programmed **5 days before broadcast** benefit from the following rebates:

| Periods of investment in 2010 | 1 January to 31 March | 1 April to 30 June | 1 July to 31 August | 1 September to 31 October | 1 November to 31 December |
|-------------------------------|-----------------------|--------------------|---------------------|---------------------------|---------------------------|
| Rate | -60% | -58% | -64% | -56% | -60% |

Only advertisements programmed on the following screens can benefit from these conditions:

From Monday to Friday, title screens* between:

- 0900 and 1130 inclusive
- 1400 and 1630
- beyond 2390.

*: screens coded 5 or broadcast in an exceptional programming context are excluded from this offer.

This programming can be altered at any time until broadcast by TF1 Publicité, and in any event broadcast cannot be guaranteed. **They do not have the benefit of any sector-based rebates or of any bonus and/or discount of any kind.**

The following advertisements will be regarded as Direct Marketing:

- those with a minimum format of 15",
- that promote a product or service,
- that show a telephone number for at least half the duration of the film, and whose essential object is to provoke immediate calls to a call centre.

5.d Collective campaigns

Collective campaigns benefit from rebates that vary according to their periods of investment:

| Periods of investment in 2010 | 1 January to 28 February | 1 March to 30 June | 1 July to 31 August | 1 September to 30 November | 1 to 31 December |
|-------------------------------|--------------------------|--------------------|---------------------|----------------------------|------------------|
| Rate | -20% | -10% | -25% | -10% | -20% |

An advertisement can be considered as “collective” within the meaning of practice in this area when it is intended collectively to promote the provision of goods and services that are presented in a generic way, excluding the promotion of a particular brand of these goods or services.

A request for prior agreement must be presented to TF1 Publicité which will verify, upon examination of the file, that it matches the description of a “collective advertisement”.

Collective campaigns have the benefit of the reference discount, the volume discount, the 1st quarter bonus and the centralisation bonus.

They cannot benefit from the new advertiser and SME-SMI bonuses.

5.e Governmental and public interest campaigns

Governmental and public interest campaigns have the benefit of a rebate of **30%**.

They only have the benefit of the reference discount and of the centralisation bonus if they satisfy the conditions necessary for their allocation.

6 – SPECIAL OFFERS

TF1 Publicité will make special offers on its website at www.tf1pub.fr, which may relate to all advertising media handled by TF1 Publicité.

7 – PURCHASE OPPORTUNITIES

TF1 Publicité will offer purchase opportunities according to availability in its schedule; they may be programmed within one campaign reserved on traditional space.

The purchases opportunities made in screens which title is outside from title screens from 1950 to 2249, will have the benefit of a rebate of **15%**

This rebate of **15%** is applies directly on order.

The programming of advertisements takes place every **Friday** for a period of one week from the **Saturday to the Friday** commencing 7 days later.

This programming is subject to conditions until broadcast.

The purchase opportunity rebate cannot be cumulated with the conditions granted to campaigns in the Publishing, Telephone Personalisation, Social Networking Services and Live Shows Sectors, and to collective, governmental and public interest campaigns.

The Day Clic offers won't have the benefit of purchases opportunities.

8 – PREFERENTIAL SLOTS

An **uplift of 15%** is applied to advertisements programmed in preferential slots.

Requests for slots will be taken into account 2 weeks before broadcast.

The programming of preferential slots takes place **every Monday** for a period of one week from **Monday to Sunday**, starting 14 days later.

The uplift for preferential slots does not apply to "Premium" advertisements.

9 – PRICING ADJUSTMENTS

9.a Pricing uplifts for multi-brands and/or multi-advertiser presence or references

1 – Presence of or reference to the brands, products or logos of the **same advertiser** or of the **same group of advertisers, from different code sectors**, in the same advertisement:

+10% when the presence of or reference to the other products or brands is covered by a single different sector code.

+5% per additional sector code, when the presence of or reference to the other products or brands is covered by several different sector codes.

2 – Presence of or reference to the brands, products or logos of **other advertisers**, in the same advertisement:

+30% for the presence of a brand, product or logo of a second advertiser, the duration is up to 3 seconds,

+20% for the presence of a brand, product or logo of a second advertiser, the duration is less to 3 seconds,

+15% per additional brand, product or advertiser.

Comparative advertising is excluded from these pricing adjustments.

9.b Pricing uplifts for special operations: +30%

Special operations **must be agreed in advance** by TF1 Publicité.

9.c Seasonal rebates, long week-ends and bank holidays

Seasonal rebates, long week-ends and bank holidays are specified in the price lists communicated by TF1 Publicité in advance of the opening of bookings.

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**TRADITIONAL SPACE
TERMS OF APPLICATION OF BONUSES**

TF1
COMMERCIAL CONDITIONS
2010

TERMS OF APPLICATION OF BONUSES

1 – BASIS OF APPLICATION AND PAYMENT OF BONUSES

These commercial conditions apply to advertisers from sectors authorised to advertise on television advertising screens as at 1 January 2010.

For the purposes of applying the commercial conditions, the revenue of the advertiser will be assessed on a constant brand and product basis in the event that the advertiser makes a sale or purchase, reorganises companies, or changes a company name or brand identity in 2010.

1.a Reference discount

The basis of calculation of the reference discount is the gross negotiated traditional space revenue. It's restored on invoice.

Investments resulting from the application of the prices relating to joint campaigns between advertisers, and those benefiting from the conditions applicable to the Publishing, Telephone Personalisation, Social Networking Services and Live Shows Sectors are excluded from the field of application of the reference discount.

1.b Volume discount for families A and B

• Basis of calculation of the volume discount

The basis of calculation of the volume discount is the gross negotiated traditional space revenue.

The discount is calculated advertiser by advertiser, for all products together and is repaid at the end of the order (cf. Financial Conditions: Article 7 of the TF1 Publicité Traditional Space General Conditions of Sale).

Investments resulting from the application of the prices relating to joint campaigns between advertisers, and those benefiting from the conditions applicable to the Publishing, Telephone Personalisation, Social Networking Services and Live Shows Sectors, as well as governmental and public interest campaigns, are excluded from the field of application of the volume discount.

• Advance payment of the volume discount

An advance payment in respect of the volume discount will be paid with invoice. The rate of the advance payment is calculated according to the terms and conditions described above in paragraph 1.c "Advance payment of volume discount" in the chapter Commercial Conditions.

This advance payment is calculated on the gross negotiated revenue in 2010. It is allocated subject to payment on their due date of the sums used as the basis for its calculation, in accordance with the TF1 Publicité's General Conditions of Sale applicable in 2010 (cf. Financial Conditions: Article 7 of the TF1 Publicité Traditional Space General Conditions of Sale).

The definitive calculation of the volume discount will be made in accordance with these 2010 commercial conditions during the first quarter of 2011.

TF1 Publicité will then issue an additional credit note corresponding to the differential between the amount of the discount acquired and the advance payment allocated with the invoice. If the balance is in TF1 Publicité's favour an invoice will then be issued. Any such regularisations will take place at the time of issue of the credit notes due in respect of these commercial conditions, during the first quarter of 2011.

1.c 1st quarter bonus

The basis of calculation of the 1st quarter bonus is the gross negotiated revenue achieved from 1 January to 31 March 2010.

The 1st quarter bonus is calculated advertiser by advertiser, covering all products, and will be the subject of a credit note issued during the first quarter of 2011 (cf. Financial Conditions: Article 7 of the TF1 Publicité Traditional Space General Conditions of Sale).

Investments resulting from the application of the prices relating to joint campaigns between advertisers, and those benefiting from the conditions applicable to the Publishing, Telephone Personalisation, Social Networking Services and Live Shows Sectors, as well as governmental and public interest campaigns, are excluded from the field of application of the 1st quarter bonus.

1.d Purchase opportunity rebate

The rates of rebate for purchase opportunities in 2010 are applied to the advertiser's gross price list revenue.

Investments resulting from the application of the prices relating to joint campaigns between advertisers, and those benefiting from the conditions applicable to the Publishing, Telephone Personalisation, Social Networking Services and Live Shows Sectors, as well as collective, governmental and public interest campaigns, are excluded from the field of application of the purchase opportunity 2010.

1.e New advertiser bonus

The rate of rebate for the new advertiser bonus 2010 is applied to the advertiser's gross invoiced revenue.

Investments resulting from the application of the prices relating to joint campaigns between advertisers, and those benefiting from the conditions applicable to the Publishing, Telephone Personalisation, Social Networking Services and Live Shows Sectors, as well as collective, governmental and public interest campaigns, are excluded from the field of application of the new advertiser bonus 2010.

1.f SME-SMI bonus

The rate of rebate for the SME-SMI 2010 bonus is applied to the advertiser's gross invoiced revenue.

Investments resulting from the application of the prices relating to joint campaigns between advertisers, and those benefiting from the conditions applicable to the Publishing, Telephone Personalisation, Social Networking Services and Live Shows Sectors, as well as collective, governmental and public interest campaigns, are excluded from the field of application of the SME-SMI 2010 bonus.

Advertisers belonging to a group of advertisers achieving multimedia revenue in 2009 (Press, Radio, Television, Internet, Posters and Cinema) of more than €2.5 million (according to TNS Média Intelligence), cannot benefit from the SME-SMI bonus.

1.g Centralisation bonus

The centralisation bonus is calculated on the gross negotiated revenue, less the reference discount and all bonuses granted by TF1 Publicité in 2010.

This bonus will be the subject of a credit note issued in the first quarter of 2011 (cf. Financial Conditions: Article 7 of the TF1 Publicité Traditional Space General Conditions of Sale).

This bonus is only granted if TF1 Publicité is in possession of an Agency contract certificate in proper form (see Appendix of the TF1 Publicité Traditional Space General Conditions of Sale).

Non-compliance with any of the conditions indicated will result in the loss of the benefit of this bonus, whether such non-compliance is the responsibility of the principal or of the representative.

Investments resulting from the application of the prices relating to joint campaigns between advertisers, and those benefiting from the conditions applicable to the Publishing, Telephone Personalisation, Social Networking Services and Live Shows Sectors, are excluded from the field of application of the centralisation bonus.

2 – GENERAL CONDITIONS OF SALE AND FINANCIAL CONDITIONS

Refer to the TF1 Publicité Traditional Space General Conditions of Sale and their Appendices.

The TF1 Publicité General Conditions of Sale can be consulted on our web site at www.tf1pub.fr

If you wish to receive a paper copy of these Conditions, please send your request to us including your contact details, by **post**, by **e-mail** to tf1pubcom@tf1.fr or by **fax** to 01 41 41 33 97.

3 – SAMPLE CALCULATION UNDER THE COMMERCIAL CONDITIONS 2010

Advertiser X, present in Traditional spaces on TF1 in 2009 and 2010, belongs to a sector in family A.

| | 2009 | | 2010 | |
|---------------------------------|----------------------------|------------------|----------------------------|------------------|
| | January + February + March | Rest of the year | January + February + March | Rest of the year |
| Gross invoiced revenue | €1,350,000 | €4,450,000 | €1,800,000 | €4,400,000 |
| Gross negotiated revenue | €1,200,000 | €4,350,000 | €1,600,000 | €4,350,000 |

- Calculation of the volume discount

| Tranches of gross negotiated revenue between 1 January and 31 December 2010 | Basis in gross negotiated revenue | Rate | Resulting rate from the first euro | Amount of the bonus |
|---|-----------------------------------|------|------------------------------------|---------------------|
| from €0 to €300,000 | €300,000 | 3.0% | 3.0% | €9,000 |
| from €300,000 to €800,000 | €500,000 | 3.5% | 3.31% | €17,500 |
| from €800,000 to €1,300,000 | €500,000 | 4.0% | 3.58% | €20,000 |
| from €1,300,000 to €1,800,000 | €500,000 | 4.5% | 3.83% | €22,500 |

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| | | | | |
|--------------------------------------|-------------------|------|--------------|-----------------|
| from €1,800,000 to €2,300,000 | €500,000 | 5.0% | 4.09% | €25,000 |
| from €2,300,000 to €3,000,000 | €700,000 | 5.5% | 4.42% | €38,500 |
| from €3,000,000 to €5,000,000 | €2,000,000 | 6.5% | 5.25% | €130,000 |
| from €5,000,000 to €7,500,000 | €950,000 | 7.0% | 5.53% | €66,500 |
| Amount of the volume discount | €5,950,000 | | 5.53% | €329,000 |

- Calculation of the 1st quarter bonus

| | 2009 | 2010 | Increase 1 st quarter 2010 versus 1 st quarter 2009 | |
|---------------------------------|----------------------------|----------------------------|---|--------|
| | January + February + March | January + February + March | Euros | % |
| Gross invoiced revenue | €1,350,000 | €1,800,000 | €450,000 | 33,3 % |
| Gross negotiated revenue | €1,200,000 | €1,600,000 | €400,000 | |

Advertiser X has gross invoiced revenue in the 1st quarter of 2010 that is **up by 33.3%** compared to the 1st quarter of 2009. The increase in gross invoiced revenue of advertiser X in the 1st quarter of 2010 compared to the gross invoiced revenue in the 1st quarter of 2009 is >20%. Advertiser X has the benefit of a 1st quarter bonus of 15%.

| | |
|--|-----------------|
| Gross negotiated revenue "January-February-March" 2010 | €1,600,000 |
| Rate of 1 st quarter bonus 2010 (Up > 20%) | 15 % |
| Amount of the 1st quarter bonus 2010 | €240,000 |

- Calculation of the centralisation bonus

| | Amount in Euros |
|--|-------------------|
| Advertiser X's gross negotiated revenue 2010 | €5,950,000 |
| Reference discount 15 % | - €892,500 |
| Negotiated gross revenue - 15% | €5,057,500 |
| Volume discount | - €329,000 |
| 1 st quarter bonus | - €240,000 |
| Basis of the centralisation bonus | €4,488,500 |
| Rate of bonus | 1,50 % |
| Amount of centralisation bonus 2010 | €67,327,50 |

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**TRADITIONAL SPACE
PROGRAMMING OF CAMPAIGNS**

TF1
COMMERCIAL CONDITIONS
2010

PROGRAMMING OF CAMPAIGNS

1 – OPENING OF BOOKINGS

The calendar of the opening of bookings, publication of prices and return of orders is as follows:

| Periods in 2010 | Publication of Prices | Opening Dates* | Order Return Dates * |
|---------------------|--------------------------|--------------------------|------------------------|
| January – February | Tuesday 20 October 2009 | Friday 20 November 2009 | Monday 7 December 2009 |
| March – April | Tuesday 15 December 2009 | Friday 22 January 2010 | Monday 8 February 2010 |
| May – June | Tuesday 16 February 2010 | Friday 19 March 2010 | Tuesday 6 April 2010 |
| July – August | Tuesday 6 April 2010 | Friday 21 May 2010 | Monday 7 June 2010 |
| September – October | Tuesday 25 May 2010 | Friday 18 June 2010 | Monday 5 July 2010 |
| November – December | Tuesday 6 July 2010 | Friday 17 September 2010 | Monday 4 October 2010 |

(*) before midday.

Programming requests must be sent to TF1 Publicité together with:

- agency contract certificate,
- product information sheets.

2 -SECTOR CODES

The sector codes nomenclature is applicable to all channels whose advertising is handled by TF1 Publicité.

The sector codes nomenclature and the standard forms of agency contract certificates and product information sheets are available on the website at www.tf1pub.fr or on request from TF1 Publicité.

3 – FORMAT INDICATORS

Format indicators are published with our tables of prices up to the 60 second format. Above that, please contact us.

Any campaign in a format in excess of 60 seconds will be programmed according to availability in the schedule, with the prior agreement of TF1 Publicité.

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TRADITIONAL SPACE DEFINITIONS

TF1
COMMERCIAL CONDITIONS
2010

DEFINITIONS

1 - DEFINITION OF A GROUP OF ADVERTISERS

Refer to the TF1 Publicité Traditional Space General Conditions of Sale Article 5.1.4, available on the website at www.tf1pub.fr.

2 - DEFINITION OF REVENUE

Basic price¹

“Basic price” revenue is the revenue resulting from the application of the prices published by TF1 Publicité, as regularly communicated to the market and available on the website at www.tf1pub.fr, weighted by the format indicator of the advertisements broadcast, before any adjustments of any nature.

Gross Price

“Gross price” revenue is the “basic price” revenue defined above less any price rebates (e.g. seasonal rebates, sector rebates, etc.) before any adjustments of any nature.

Gross enhanced price²

“Gross enhanced price” revenue is the “gross price” revenue defined above, adjusted:

- for any Prio uplifts, for priority access to the schedule,
- for potential rebates and/or free advertisements concerning “Day Clic” Offer,
- for potential order rebates applicable to collective, governmental and public interest campaigns,
- for any uplifts for preferential slots, multi-brand or multi-advertiser uplifts, references to radio or press publications,
- for potential rebates for campaigns in the Publishing, Telephone Personalisation, Social Networking Services and Live Shows Sectors and rebates for Direct Marketing Campaigns.

Gross price-corrected

“Gross price-corrected” revenue is the “gross enhanced price” revenue defined above, less any purchase opportunity rebates and “Special Offers” rebates.

Gross invoiced

“Gross invoiced” revenue is the “gross price-corrected” revenue defined above less any free advertisements.

Gross negotiated current order

“Gross negotiated current order” revenue is the “gross invoiced” revenue defined above, less any current order rebates (e.g. new advertiser bonus, SME-SMI bonus).

Gross negotiated (or Gross Basic Purchase³)

“Negotiated gross” revenue is the “gross negotiated current order” revenue defined above, less any contractual rebates.

¹ According to the UDECAM terminology

² According to the UDECAM terminology

³ According to the UDECAM terminology

Gross negotiated -15%

“Gross negotiated -15%” revenue is the “gross negotiated” revenue defined above, less the reference discount.

Net current order

“Net current order” revenue is the “gross negotiated -15%” revenue defined above, less the advance payment in respect of the volume discount deducted from the invoice.

Net end of order (or Net Invoiced Space⁴)

“Net end of order” revenue is the “net current order” revenue defined above, less all discounts.

For the record: Gross TNS MI – “Gross TNS MI” revenue is the revenue as collected by TNS Média Intelligence.

3 – DEFINITION OF THE REVENUE STRUCTURE

| | |
|--|---|
| BASIC PRICE = formatted published price | |
| <i>Scale</i> | - seasonal rebates |
| | - sector-based rebates |
| GROSS PRICE REVENUE | |
| <i>Scale</i> | + Prio offer uplifts |
| | - rebates and/or free advertisements “Day Clic” Offer |
| | -rebates for collective, SIG, Major Causes campaigns |
| | + uplifts for preferential slots – multi-brand products/advertisers |
| | + uplifts for references to radio or press publications |
| | - Publishing, Telephone Personalisation, Social Networking Services and Live Show Sector rebates and Direct Marketing Campaigns rebates |
| GROSS ENHANCED PRICE REVENUE | |
| <i>Basis = Gross ENHANCED Price Revenue</i> | - “Special Offers” rebates |
| | - opportunity purchase rebates |
| GROSS PRICE-CORRECTED REVENUE | |
| <i>Basis = Gross ENHANCED Price Revenue</i> | - free advertisements rebates |
| GROSS INVOICED REVENUE | |
| <i>Basis = Gross INVOICED Revenue</i> | - new advertiser bonus rebates, SME-SMI rebate |
| | - contractual rebates |
| GROSS NEGOTIATED REVENUE | |
| <i>Basis = Gross NEGOTIATED Revenue</i> | - reference discount |
| | - advance payment of volume discount |
| NET CURRENT ORDER REVENUE | |
| <i>Basis = Gross NEGOTIATED Revenue</i> | - differential between the volume discount and the advance payment made |
| | - 1 st quarter bonus |
| <i>Scale</i> | - centralisation bonus |
| NET END OF ORDER REVENUE | |

⁴ According to the UDECAM terminology

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**SPONSORSHIP
PRICING AND COMMERCIAL CONDITIONS**

TF1
COMMERCIAL CONDITIONS
2010

PRICING AND COMMERCIAL CONDITIONS

1 – PRICING

Each broadcast is the subject of a unit price adjusted by a discount calculated according to its frequency, its programme environment and the duration of the advertiser's effective commitment.

This scale is applied from the first broadcast to the gross amount of the price.

Specific pricing expressed **net** is applied to event-related commercial offers and to purchases of short programme slots.

2 – NEW SPONSOR BONUS

Any new advertiser involved in sponsorship on TF1 in 2010 will have the benefit of a new sponsor bonus of **10%**, calculated on its gross price revenue.

New sponsor means any advertiser not involved in sponsorship advertising on TF1 in 2009.

Will not be considered as a new sponsor:

- Any sponsor that changes its company name in 2010,
- A sponsor that advertises in 2010 for a brand that was the subject of advertisement in 2009.

A sponsor that advertised in so-called traditional advertising space in 2009, will not be considered as a new sponsor.

This bonus is paid in the form of free sponsorship space in addition to its campaign during the pre-purchased period.

Investments made in the context of offers expressed net do not have the benefit of the new sponsor bonus. The new sponsor bonus only applies to the sponsors of sectors that on the date of publication of the commercial conditions are authorised to advertise on TV on 1 January 2010.

3 – REFERENCE DISCOUNT

Any advertiser involved in sponsorship on TF1 in 2010 will have the benefit of a reference discount of **15%** on its invoice, applied to the gross negotiated revenue.

4 – CENTRALISATION BONUS

Any sponsor that entrusts the purchase of its sponsorship operations to a representative who, in 2010:

- handles several contracts, whether in traditional or sponsorship space
and

- deals with all the following tasks:
 - the purchasing of space,
 - the reservation of advertising slots,
 - the signature of advertising orders,
 - their management and follow-up,
 - the monitoring of invoices issued in the advertiser's name, and
 - ensuring that the said invoices are paid on their due dates, regardless of whether the representative is or is not responsible for payment.

will have the benefit of a bonus of **1.5%** calculated on its gross negotiated revenue during 2010, less the reference discount and all bonuses granted by TF1 Publicité, excluding technical expenses (cf. Financial Conditions: Article 7 of the TF1 Publicité Sponsorship General Conditions of Sale).

This discount is only granted if TF1 Publicité is in possession of an agency contract certificate in proper form (see Appendix).

Non-compliance with any of the conditions indicated will result in the loss of the benefit of this discount, whether such non-compliance is the responsibility of the principal or of the representative.

This discount is paid with invoice provided that the conditions for its allocation are met (cf. Financial Conditions: Article 7 of the TF1 Publicité Sponsorship General Conditions of Sale).

5 – PRICE ADJUSTMENTS

- + **10%** when several products or brands from the same advertiser are present or referred to on the same billboard,
- + **20%** when a second advertiser is present or referred to on the same billboard.

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