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MEDIA INDUSTRY

2010 Key Highlights

- The largest transaction for 2010 was Warburg Pincus and Silver Lake Partners' acquisition of Interactive Data Corporation, which is majority owned by Pearson plc, for \$3.25 billion.
- Internet Media was the largest segment by transaction volume this year, with 239 transactions.
- There were 108 financially sponsored transactions with an aggregate value of \$8.30 billion, representing 16 percent of the total volume and 38 percent of the total value, respectively.

2010 Key Trends

- Total transaction volume in 2010 increased by 27 percent over 2009, from 542 in 2009 to 687 this year.
- Total transaction value in 2010 decreased by 35 percent over 2009, from \$36.94 billion in 2009 to \$24 billion this year.
- The median revenue multiple rose from 1.4 in 2009 to 1.8 in 2010.
- The segment with the largest increase in volume in 2010 over 2009 was Entertainment Content with an 80 percent increase from 54 transactions in 2009 to 97 transactions in 2010. This increase can be attributed in part to the recent influx of mobile and social video game studio transactions.

M&A Market Overview

Berkery Noyes tracked 2765 transactions between 2007 and 2010, of which 1005 disclosed financial terms, and calculated the aggregate transaction value to be \$214.64 billion. Based on known transaction values, we project the value of the 1760 undisclosed transactions to be \$27.77 billion, totalling \$242.40 billion worth of transactions tracked over the past four years.

The largest transaction tracked by Berkery Noyes between 2007 and 2010 was The Thomson Corporations' merger with Reuters Group PLC, for \$17.58 billion in December 2009.

The most active acquirer by volume in the media industry between 2007 and 2010 was United Business Media Limited, which made 40 purchases, 21 of which were announced in 2010.

M&A Market Dynamics

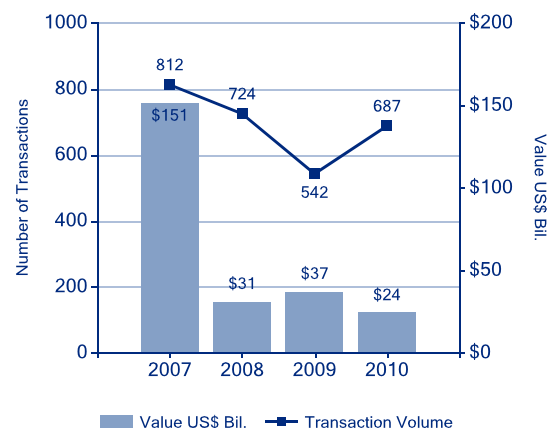


Figure 1. 2007 - 2010 value and volume comparison.

Median Enterprise Value Multiples

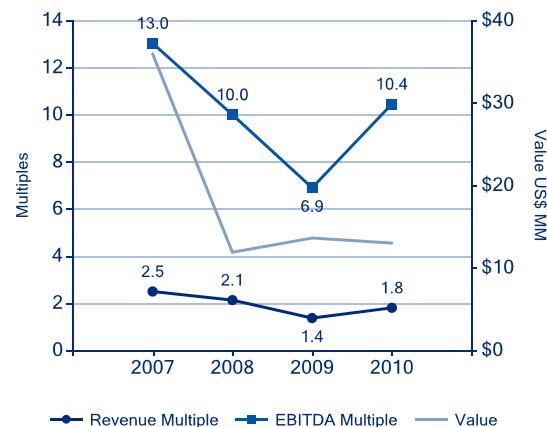


Figure 2. 2007 - 2010 median: Value, Revenue, EBITDA comparison.

Bell Curve - Histogram

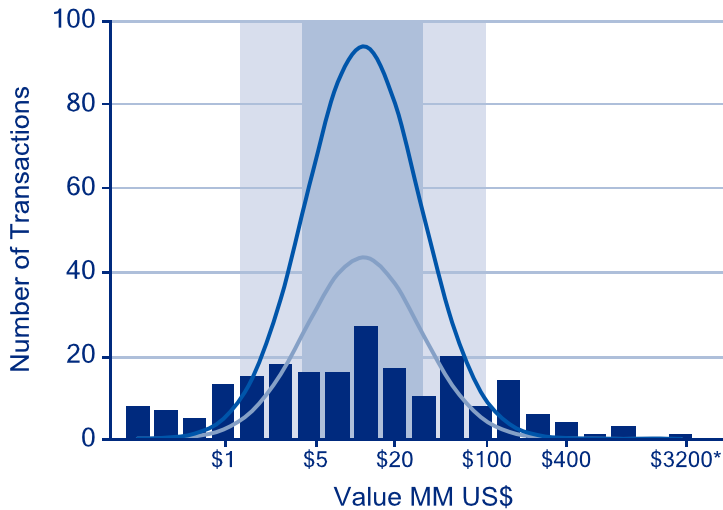


Figure 3. Shows distribution among media industry transactions based on publicly available information and Berkery Noyes estimates. Using a logarithmic scale, we determined that nearly two-thirds of companies purchased had transaction values of \$1.0 million to \$148.4 million. Based on this data, we estimate the total transaction value of deals done from Jan. 1 to Dec. 31, 2010 at \$23.99 billion.

* Indicates largest transaction in the industry from Jan. 1, 2010 to Dec. 31, 2010

Distribution Table

Value in MM US\$	Known Number	Projected Number	Total Number	%	Cumulative %
\$0.2	8	0	8	4 %	4 %
\$0.4	7	0	7	3 %	7 %
\$0.6	5	1	6	2 %	9 %
\$1.0	13	5	17	6 %	15 %
\$1.6	15	14	29	7 %	22 %
\$2.7	18	33	51	8 %	30 %
\$4.5	16	60	76	7 %	38 %
\$7.4	16	85	101	7 %	45 %
\$12.2	27	94	120	12 %	58 %
\$20.1	17	80	97	8 %	65 %
\$33.1	10	53	63	5 %	70 %
\$54.6	20	28	47	9 %	79 %
\$90.0	8	11	19	4 %	83 %
\$148.4	14	4	17	6 %	89 %
\$244.7	6	1	6	3 %	92 %
\$403.4	4	0	4	2 %	94 %
\$665.1	1	0	1	0 %	94 %
\$1,096.6	3	0	3	1 %	96 %
\$1,808.0	0	0	0	0 %	96 %
\$2,981.0	1	0	1	0 %	96 %
Total #	217	470	687		
Total \$ Value	\$18,613	\$5,385	\$23,999		

■ Middle 3rd of Industry ■ Middle 2/3rds of Industry

Figure 4. Presents the data depicted in the bell curve-histogram.

note: The projected number column is rounded as a result of the projection and may produce insignificant errors in the total sum.

STRATEGIC VS. FINANCIAL COMPARISON

M&A Dynamics By Transaction Type

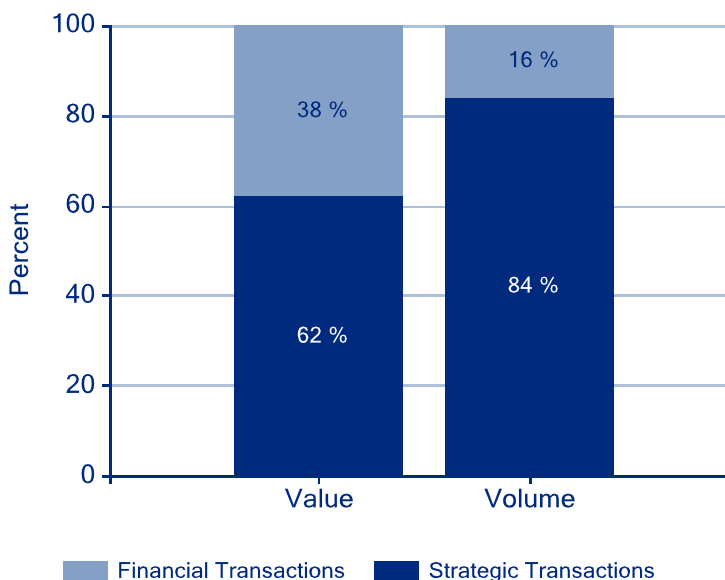


Figure 5. 2010 value and volume comparison by acquirer type.

note: Financial transactions are those financed by private equity, venture capital, and other investment firms. This includes acquisitions by portfolio companies of the investment firms.

Transaction Type

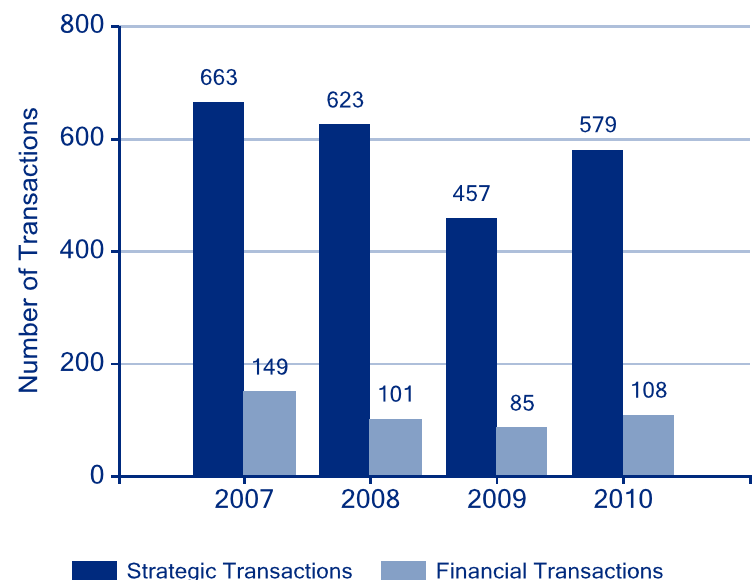


Figure 6. 2007 - 2010 acquirer type comparison.

Top Ten Notable Transactions 2010

Deal Date	Target Name	Buyer	Value MM US\$
05/04/10	Interactive Data Corporation	Warburg Pincus, Silver Lake Partners	\$3,245
03/01/10	RiskMetrics Group, Inc.	MSCI Inc.	\$1,380
09/10/10	CTVglobemedia Inc.	BCE, Inc.	\$1,255
03/03/10	CW Investments Co.	Shaw Communications, Inc.	\$1,148
01/08/10	CanWest Limited Partnership	Canadian Imperial Bank of Commerce, TD Group Financial Services, Bank of Montreal, Royal Bank of Canada, Bank of Nova Scotia	\$894
07/30/10	Miramax Films Corporation	Filmyard Holdings LLC	\$663
09/20/10	Internet Brands, Inc.	Hellman & Friedman LLC	\$625
02/10/10	Dow Jones Indexes	CME Group	\$608
07/27/10	Playdom, Inc.	The Walt Disney Company	\$563
07/22/10	Learning Systems Business from Sistema Educacional Brasileiro	Pearson plc	\$348

2010 Aggregate Transaction Value \$23,999

Top 10 Aggregate Transaction Value \$10,729

Top 10 Aggregate Value as a Percentage of All Transactions 45 %

Figure 7. Lists the top ten transactions for 2010 and calculates their aggregate transaction value as a percentage of the 2010 total aggregate transaction value as shown on Figure 1 & 4.

note: Transactions data based on **announced date**.

Median EV/Revenue Multiples By Size

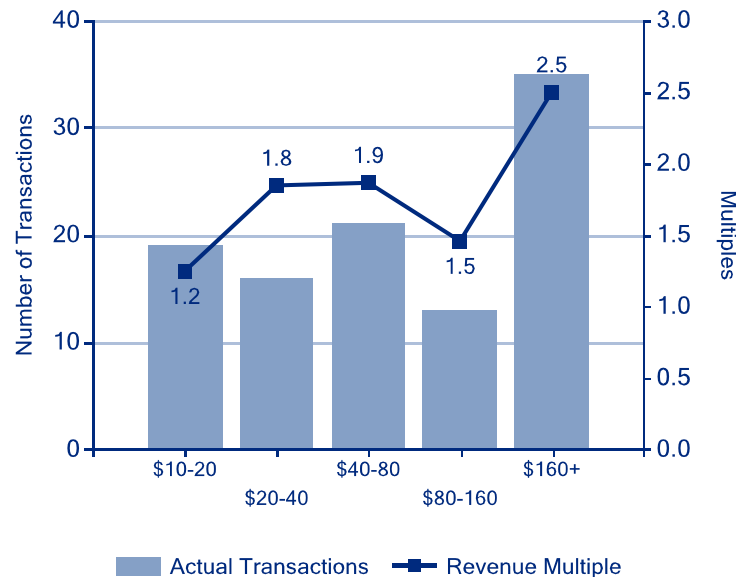


Figure 8. Presents the median enterprise value/revenue multiples paid for companies in the media industry in 2010, based on publicly available sales price and revenue data.

TRANSACTION VOLUME BY SEGMENT | Jan. 1, 2007 - Dec. 31, 2010

Transactions By Market Segment

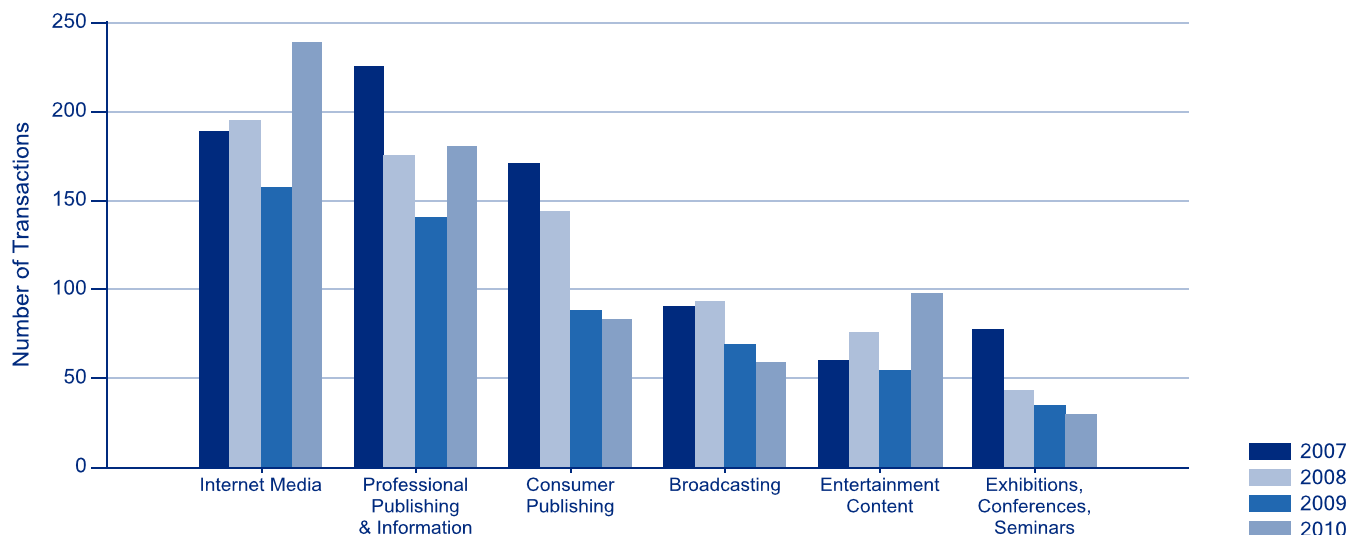


Figure 9. Presents the transaction volume by target segment within the media industry.

About Berkery Noyes

Founded in 1980, Berkery Noyes is the leading independent investment bank specializing in the information content and technology industries. The firm has initiated, managed and closed more than 475 merger and acquisition transactions for privately held and publicly traded companies in the business, technology, education, health, financial and legal information segments. Berkery Noyes is unique among investment banking firms in that we combine truly independent strategic research and industry intelligence with senior information technology banking expertise. With no equity fund or brokerage business to manage, our partners and investment banking professionals are one hundred percent focused on M&A advisory services. Berkery Noyes employs over 40 individuals with deep industry knowledge and experience who strive to exceed our clients' expectations by maximizing the full value of their information technology and content assets.



All charts in this report are based on data gathered by Berkery Noyes research department. All time period statistics are based on the transaction announcement date.

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JOSEPH BERKERY | Chief Executive Officer

JOHN SHEA | Chief Operating Officer

Footnotes

Market Segments

Market Segment	Description
Broadcasting	Television & Radio Broadcasting Stations
Consumer Publishing	Trade Books, Phone Books, Shopping Guides, Newspapers, Consumer Magazines
Entertainment Content	Film, Music, Television, Video Games
Exhibitions, Conferences, Seminars	Exhibitions, TradeShows, Conferences, Seminars
Internet Media	Web Portals, Social Networks, User-Generated Content, Blogs, forums, E-zines
Professional Publishing & Information	Professional Books, Journals, Newsletters, Textbooks, Trade Magazines, Newswires, Market Research, Business Information Services

Figure 10. Represents what types of media companies are included in Figure 9.

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