



Methodology

Rating Media and Entertainment

NOVEMBER 2007



Insight beyond the rating.

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Note: DBRS provides third-party, independent evaluations in four major areas: the corporate sector, financial institutions, public finance and structured finance. The corporate sector consists of a wide variety of industries.



I. Overview

DBRS ratings are opinions that reflect the creditworthiness of an issuer, a security or an obligation. They are opinions based on forward-looking measurements that assess a company's ability and willingness to make timely payments on outstanding obligations (whether principal, interest or dividend) with respect to the terms of an obligation. Ratings are not buy, hold or sell recommendations and they do not address the market price of a security.

DBRS rating methodologies include consideration of general business and financial risk factors applicable to most industries in the corporate sector as well as industry specific issues and more subjective factors, nuances and intangible considerations. Our approach is not based solely on statistical analysis but includes a combination of both quantitative and qualitative considerations. The considerations outlined in DBRS methodologies are not intended to be exhaustive. In certain cases, a major strength can compensate for a weakness that would be more critical for a peer company. Conversely, there are cases where one weakness is so critical that it overrides the fact that the company may be strong in most other areas.

DBRS rating methodology is underpinned by a stable rating philosophy, which means that in order to minimize the rating changes due primarily to global economic changes, DBRS generally factors the impact of a cyclical economic environment into its rating. Consequently, DBRS takes a longer-term "through the cycle" view of a company and, as such, rating changes are not based solely on normal economic cycles. Rating revisions do occur, however, when it is clear that a structural change, either positive or negative, has transpired or appears likely to transpire in the near future. An equally important aspect of DBRS analysis is its broad industry coverage, which it undertakes in order to understand the major differences and subtle nuances within a particular industry and to form an appropriate rating of a company relative to its competitors.

As a framework, DBRS rating methodologies consist of three components that together form the basis of the rating: an assessment of the company's general business risk profile based on cross-industry and macro business considerations; an assessment of the company's financial risk profile primarily based on quantitative ratio analysis; and consideration of industry-specific factors and measures particularly unique to the company. To some extent, the business risk and financial risk profiles are inter-related. The degree of financial risk considered acceptable for a company depends to a large measure on the business risks it faces.

Critical in the determination of a rating is the application of the analyst's experience and expertise in forming an initial rating opinion and recommendation for the rating committee and the role of the DBRS rating committee as the final decision maker. DBRS rating committees, which comprise experienced and knowledgeable DBRS personnel, strive to provide objective and independent rating decisions which are based upon all relevant information and factors, incorporate both global and local considerations, apply DBRS-approved methodologies and reflect the opinion of DBRS.

II. General Business Risk Profile

A fundamental component of DBRS analysis is the consideration of macro business factors that apply to most, if not all, industries within the corporate sector. The general business risk profile is largely a qualitative assessment of the environment a company is affected by and operates in. An assessment of the general business risk profile serves as a backdrop for the analysis of the company's financial risk profile as well as other qualitative and quantitative factors that are particularly unique to the company. Differing business risk profiles impact the assessment of a company's financial risk profile, and thus, it is important to understand the extraneous influences and business factors a company is or could be affected by despite its financial strength.

KEY CONSIDERATIONS IN EVALUATING A COMPANY'S BUSINESS RISK PROFILE

The following considerations, while not intended to be an exhaustive list, indicate the key areas DBRS considers in evaluating a company's business risk profile:

Economic Environment

The importance of the industry within the overall economy, in terms of either how it impacts or is impacted by the economy and shapes a company's viability. Also of importance is how the industry is influenced by current economic factors such as inflation or deflation, supply and demand, interest rates, currency swings and demographics.

Legislative and Regulatory Environment

Whether an industry is regulated or not is key, as the degree of regulation and legislative oversight can severely restrict or assist a company depending on its stage of growth, industry influence and regulatory relations. A regulated industry imposes a certain rigour and governance. It is also important to understand the frequency of change or stability in industry rules and whether regulations may require companies to make costly modifications to their infrastructure.

Competitive Environment

The nature of the market structure (e.g., monopoly versus oligopoly) determines the extent of competitiveness and the barriers to entry a company may face. Many industries are undergoing significant structural changes such as consolidation or deconsolidation, excess capacity or competitive threats from new capacity in "low-cost" countries such as China, Brazil and Russia in both domestic and international markets. Even small changes in the competitive environment can have a profound impact on a company.

Country Risk

Governments often intervene in their economies and occasionally make substantial changes in policy regarding competition, ownership, wage and price controls, restrictions on foreign currency, capital and imports/exports, among other things. Such policy changes can significantly affect a company, and therefore, considerations include the company's main location or country of operation, the extent of government intervention and support, and the degree of economic and political stability. The assessment of country risk is not limited to direct government actions to interfere with the private sector, but also encompasses the full range of financial and economic events that can spill across a country, causing widespread defaults in otherwise healthy corporate credits. As such, country risk can have considerable implications for corporate ratings. A country ceiling is assigned to corporate foreign currency ratings based on the country's susceptibility to systemic shocks and the private sector's ability to maintain its foreign currency debt payments when shocks occur.

Industry Cyclicalities

Cyclicalities are influenced by factors such as levels of consumer spending, consumer confidence and the strength of the economy. The degree of cyclicalities is influenced by the market segment in which a company specializes. Non-cyclical industries are better able to withstand dramatic economic changes, as are companies with more predictable cycles, than those with significant peaks and troughs. It is important to examine a company's strategies and performance over the longer term and understand them in cyclical highs and lows.

Management

The capability and strength of management is a pivotal factor in company success. An objective profile of management can be obtained by assessing the following: the appropriateness of core strategies; rigour of key policies, processes and practices; management's reaction to problem situations; its appetite for growth, either organically by adding new segments or through acquisition; its ability to smoothly integrate acquisitions without business disruption; and its track record in achieving financial results. Retention strategies and succession planning for senior roles are also critical considerations.

Corporate Governance

Effective corporate governance requires a healthy tension between management, the board of directors and the public. There is no one "right" approach for all companies. A good board can have a profound impact on growing companies, those in fragile financial states or those undergoing significant change. Beyond a review of management, assessment should focus on the appropriateness of board composition and structure (including the independence and expertise of the audit committee) to approve executive compensation and corporate strategy, and to oversee execution and opportunities for management self-interest. Other important areas include the extent of disclosure of financial and non-financial information (including aggressiveness of accounting practices and control weaknesses), share ownership (including director's) and shareholder rights.

III. General Financial Risk Profile

The financial risk profile is largely a quantitative assessment of the company's financial strength and an estimation of its future performance and financial profile. DBRS reviews three key areas: earnings, cash flow, and additional measures for balance sheet and financial flexibility. Within each area, DBRS focuses on key metrics and considerations which are assessed over time, noting that the trend in the ratios is also important to the rating. However, ratios alone cannot be used as an absolute test of financial strength. With a focus on future expectations, the primary goal of financial risk assessment is to understand the inter-relationship between the numbers, interpret what they mean, and determine what they indicate about the company's ability to service and repay debt on a timely basis given the industry background.

KEY CONSIDERATIONS IN EVALUATING A COMPANY'S FINANCIAL RISK PROFILE

The following financial considerations and ratios tend to be analyzed for the majority of industries in the corporate sector. There may be additional quantitative factors and ratios that are considered on an industry-specific basis which are noted under Section IV – Industry-Specific Factors.

Also refer to the *Corporate Sector – Glossary of Ratio Definitions* at www.dbrs.com.



(A) Earnings

DBRS's earnings analysis focuses on core or normalized earnings and in doing so considers issues such as: the sources, mix and quality of revenue; the volatility or stability of revenue; the underlying cost base (e.g., the company is a low-cost producer); optimal product pricing; and potential growth opportunities. Accordingly, earnings as presented in the financial statements are often adjusted for non-recurring items or items not considered part of ongoing operations. DBRS generally reviews company budgets and forecasts for future periods. Segmented breakdowns by division are also typically part of DBRS's analysis.

Typical earnings ratios include:

- Gross margin
- Return on common equity
- Return on capital
- EBIT margin and EBITDA margin

(B) Cash Flow/Coverage

DBRS's cash flow analysis focuses on the core cash flow generating ability of the company to service current debt obligations and other cash requirements, as well as the future direction of cash flow. From a credit analysis perspective, insufficient cash sources can create financial flexibility problems even though net income metrics may be favourable. DBRS evaluates the sustainability and quality of a company's core cash flow by focusing on cash flow from operations and free cash flow before and after working capital changes. Using core or normalized earnings as a base, DBRS adjusts cash flow from operations for as many non-recurring items as possible. In terms of outlook, DBRS focuses on the projected direction of free cash flow, the liquidity and coverage ratios, and the company's ability to internally versus externally fund debt reduction and future capital expenditure and dividend/stock repurchase programs, as applicable.

Typical cash flow ratios include:

- EBIT interest coverage and EBITDA interest coverage
- EBIT fixed charges coverage
- Cash flow/total debt and cash flow/adjusted total debt
- Cash flow/capital expenditures
- Capital expenditures/depreciation
- Debt/EBITDA
- Dividend payout ratio

(C) Balance Sheet and Financial Flexibility Considerations

As part of determining the overall financial risk profile, DBRS evaluates various other factors to measure the strength and quality of the company's assets and its financial flexibility.

From a balance sheet perspective, DBRS focuses on the quality and composition of assets including goodwill and other intangibles, off-balance sheet risk, and capital strength including the quality of capital, appropriateness of leverage to asset quality, and the ability to raise new capital. DBRS also reviews the company's strategies for growth, for example, capital expenditures, plans for maintenance or expansion, and the expected source for funding these requirements. Where the numbers are considered significant and the adjustments would meaningfully impact the credit analysis, DBRS adjusts certain ratios for items such as operating leases, derivatives, securitizations, hybrid issues, off-balance sheet liabilities and various other accounting issues.

Typical balance sheet ratios include:

- Current ratio
- Turnover – Receivables and inventory
- Asset coverage (times)
- Per cent total debt to capital and per cent adjusted total debt to capital
- Per cent adjusted net debt to capital



The following factors focus on the company's liquidity:

- Maintaining sufficient bank-lines or cash balances
- Prudent use of cash balances for dividends or stock repurchases
- Terms and conditions of credit facilities including unique terms and/or financial covenants
- Debt management approach including dependence on short-term versus long-term debt, fixed versus variable rate debt, and debt maturity schedule
- Interest rate and/or foreign exchange exposure
- Relationship and strength or weakness of a parent holding company or associated companies, if applicable

IV. Industry-Specific Factors

Each industry within the corporate sector has unique features that cannot be broadly applied across all industries. For example, capital spending is a key area in the utilities industry, reserves are particular to the mining industry, adequate R&D is critical for the pharmaceutical industry, and seasonality significantly impacts merchandisers. Against the backdrop of the general business and financial risk profiles, a company's unique strengths, weaknesses and industry-specific concerns need to be factored into the credit analysis to form an appropriate credit rating. These particular business and financial issues and measures also help to shape the company's rating relative to its peers.

KEY CONSIDERATIONS IN EVALUATING A COMPANY WITHIN THE MEDIA AND ENTERTAINMENT INDUSTRY

The following considerations more specifically characterize media and entertainment operators, and supplement the macro business and financial considerations, respectively, in Sections II and III in DBRS methodology. All three Sections, Sections II, III and IV, should be considered together.

(A) Predominant Factors

Size and Scale

Size and scale are assessed as they can play an important role in the ratings of media companies. Generally, larger companies have the ability to offer national advertising footprints and therefore have a considerably broader potential revenue base. Additionally, size and scale afford a media company an advantage over smaller competitors with an ability to negotiate more favourable pricing for content, which is also a predominant factor in the ratings assessment. Size and scale for media companies are best measured by both total revenue and relative market share.

Content/Library

A principal component of a media company's value proposition is its content, video, audio, print and electronic formats. All of these are core determinants of the corporate value proposition and are assessed as they play a material role in the business risk assessment. The competitive position of a company's content products and businesses is evaluated, as is its primary role as either a distributor or generator of such content. In addition, high-quality content that is in high demand and highly rated is positively correlated with revenue growth. This is especially relevant as consumers have a broad range of media and entertainment sources to choose from and content is the single most important differentiator for a company in this industry.

Regulation

Regulatory bodies in media and entertainment around the globe exert significant influence on companies' operations and strategy. As a result, regulation often has a major impact on credit ratings within this segment. Regulators often govern the number – and the number of different types – of media outlets that can be owned in a single market. Content is often regulated as well. Such regulation can challenge a



company's ability to gain further scale efficiencies, as, for example, restrictions on multiple media outlets in a single market limit the scale any one company can achieve. The regulatory environment in which a media or entertainment company operates is assessed and the positive or negative impact of current and expected regulation is factored into the credit rating.

Audience

Audience size and quality are the driving forces that determine a company's ability to raise advertising and subscription prices in television, radio, outdoor advertising, newspapers or the Internet. The stability of a corporate issuer's audience base is evaluated since media and entertainment companies' revenues largely consist of advertising and subscription revenue which customers link directly to the quality of subscribers.

(B) Other Factors

Name Recognition

Companies with highly recognized brand names generally have more stable revenue and deeply entrenched market positions. Companies that are devoted to maintaining the integrity and strength of their brand names often appreciate that this is a valuable source of future revenue. This is largely a qualitative assessment but it focuses generally on a relative comparison of competing companies.

Quality of Revenue

The proportion of a company's total revenue that is derived from subscriptions relative to what is generated from advertising is taken into consideration in the rating assessment. This is evaluated on an individual credit basis and on a relative basis in comparison with the media company's primary competitors. Media and entertainment companies typically generate revenue in two ways: subscription and advertising. Subscription revenue is received by companies at regular intervals (weekly, monthly, annually, etc.), thus providing an element of stability and predictability to a company's revenue stream. As such, this generally has a positive influence on a company's credit profile. Conversely, advertising revenue is cyclical in nature and follows economic cycles, making it inherently volatile in most cases. While companies' credit profiles are assessed through a full business cycle, a disproportionate emphasis on a volatile revenue stream will factor negatively into the rating.

Intangibles

Impacts on intangibles are considered credit neutral events in the media and entertainment sector. Intangible assets can, however, have substantial economic value and it must be acknowledged that intangibles can be very sizeable relative to a company's equity base. Material write-downs to intangibles can affect a company's credit profile and therefore each case of intangible asset impairment is examined in full.

Internet/Online Strategy

The success with which a company has adapted to an online environment and the measures it has taken to protect its traditional market share is duly evaluated. The Internet has become a major force on the media and entertainment landscape, and the extent to which companies have capitalized on opportunities afforded by this medium and incorporated them into their growth initiatives is assessed as part of the ratings analysis.



New Technologies

Technology is an important part of the method companies in the media and entertainment industry use to deliver content. An analysis determines whether new technology is disruptive and the degree to which it can influence the company's operating results, both positively and negatively. An example of technology's impact is the advent of the digital video recorder (DVR), which enables viewers to record television programming skipping commercials. The level of impact this may have on the advertising model used by television and cable networks is considered. Conversely, positive aspects include providing video and audio content through wireless handsets or other distribution mechanisms. How effectively a company is leveraging its brands into other platforms and revenue streams using advanced technology is yet another element to factor into the ratings assessment.

Trends in Advertising

Advertising is a critical revenue source for traditional media companies such as radio and television broadcasters, and newspaper publishers. This revenue source can come under pressure from competing sources like other media outlets. Advertisers tend to quickly shift their advertising budgets to the most efficient and effective media outlets, that is, outlets with proven ability to reach target audiences. This can impact pricing power and revenue growth of "traditional media" companies, and is something to which special attention must be paid in any thorough ratings analysis.

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