

# PRESS RELEASE

# Wolters Kluwer 2010 Half-Year Results Guidance Reiterated - Confirms Successful Strategy

Alphen aan den Rijn (July 28, 2010) - Wolters Kluwer, a market-leading global information services company focused on professionals, today released its 2010 half-year results. Highlights include strong growth in electronic products, improved ordinary EBITA margin and solid free cash flow. The resiliency of Wolters Kluwer's portfolio and strong market position support global expansion.

# Financial Highlights

- Overall revenue of €1,728 million in line with prior half year; underlying revenue growth improved
- Electronic revenue grew 4%, now representing 55% of total revenues, up from 52% in 2009
- Ordinary EBITA margin of 19% represents 40 basis point improvement over 2009 first half
- Free cash flow increased 13% to €165 million, with strong cash conversion of 95%
- Additional financing activity extends debt maturity profile at attractive market rates
- Springboard savings €67 million; on track to deliver expected savings of €125 million in 2010
- 2010 Full-year and medium-term guidance reiterated

# Key Figures 2010 Half-Year

Six months ended June 30	2010	2009	Δ	Δ CC	ΔOG
Revenue (€ millions)	1,728	1,720	0%	(1%)	0%
Electronic revenue % of total	55%	52%			
Ordinary EBITA (€ millions)	328	320	2%	2%	2%
Ordinary EBITA margin (%)	19.0%	18.6%			
Ordinary net income (€ millions)	193	203	(5%)	0%	
Diluted EPS (€)	0.42	0.45	(6%)	1%	
Diluted ordinary EPS (€)	0.65	0.70	(7%)	(2%)	
Free cash flow (€ millions)	165	146	13%	19%	

Δ - % Change; Δ CC - % Change constant currencies (EUR/USD 1.39); Δ OG - % Organic growth

Nancy McKinstry, CEO and Chairman of the Executive Board, commented on the performance: "We are encouraged by our performance in the first half of 2010. Wolters Kluwer delivered revenue that was in line with 2009, while at the same time, improving operating margins and cash flow. These results demonstrate the resiliency of our portfolio and the benefits from continuous investments in the business.

The first half year showed a significant improvement in our global Health & Pharma Solutions division which posted 3% underlying revenue growth and improved profitability. Tax & Accounting and Financial & Compliance Services also posted positive underlying growth.

Our strategy drives our portfolio towards higher-value online and software solutions that help our customers generate effective results. Our half-year results highlight an increase in electronic revenues to 55% of total revenues, and are underpinned by stable retention rates and good growth in electronic subscriptions. In addition, strong growth in cash flow and improving operating margins support our commitment to invest 8-10% of our revenues in new and enhanced products that will drive future growth. The good start to the year provides confidence we will achieve 2010 full-year guidance."



# **Overview**

Wolters Kluwer reported solid results for the first half year of 2010. Despite continued global economic pressures, the company posted good growth in electronic revenue (+4%) and operating margin (ordinary EBITA +2%). Ordinary EBITA margin improved 40 basis points from 18.6% to 19.0% supported by a resilient subscription portfolio, the continued migration of revenue towards higher margin online and software products, and operational excellence programs including Springboard. Diluted ordinary EPS in constant currencies was down 2% due to a higher number of shares (stock dividend) and timing on taxes.

The company's leading brands, resilient portfolio, and strong cash generation continue to support a solid financial position. In the six months ended June 30, 2010, free cash flow increased 13% to €165 million. Net debt was €2,100 million with a net-debt-to-EBITDA ratio improving to 2.9 from 3.1 (at the first half year 2009). In July, the company signed a €600 million multi-currency credit facility and a €250 million private placement. These new debt instruments refinance the existing credit facility of €928 million, increasing the company's liquidity and headroom, and further extending Wolters Kluwer's maturity profile at attractive market rates with an annual coupon of 4.20% for the private placement.

#### Revenue growth components

(All amounts are in millions of euros unless otherwise indicated)

	%					
Six months ended June 30	Total	2010	2009	Δ	Δ CC	ΔOG
Electronic & service subscription	49%	845	816	4%	2%	3%
Print subscription	14%	246	265	(7%)	(8%)	(8%)
Other non-cyclical	10%	168	164	2%	1%	3%
Total recurring revenues	73%	1,259	1,245	1%	0%	0%
Books	8%	146	146	0%	(1%)	(1%)
Cyclical product lines	19%	323	329	(2%)	(3%)	(2%)
Total revenues	100%	1,728	1,720	0%	(1%)	0%

Δ - % Change; Δ CC - % Change constant currencies (EUR/USD 1.39); Δ OG - % Organic growth

Wolters Kluwer revenues were up slightly over 2009 at €1,728 million. Underlying recurring revenues, which include subscription and other non-cyclical revenues (approximately 73% of total revenues), were broadly in line with the prior year. With stable retention rates across the business, subscription revenues showed a solid performance compared with the previous year, including 3% organic growth in electronic and services revenues. This growth helped to mitigate the impact of print subscription decline and continued pressure on advertising and pharma promotional products.

#### Springboard

The Springboard operational excellence program continues to deliver results. Half-year cost savings of €67 million position the program to meet its full-year run rate savings of €125 million. Related exceptional costs totaled €24 million.

# Reiterated 2010 Outlook

Key Performance Indicators	2010 Outlook
Ordinary EBITA margin	20-21%
Free cash flow <sup>1</sup>	≥ €400 million
Return on invested capital	≥ 8%
Diluted ordinary EPS <sup>1</sup>	€1.41 to €1.45

<sup>&</sup>lt;sup>1</sup>In constant currencies (EUR/USD = 1.39)

A good start to the year provides confidence the company will achieve 2010 full-year outlook. The company expects to see good growth in software and workflow solutions that will be balanced by



challenges in print-based publishing and cyclical revenue sources such as training, consulting, advertising, and pharma promotional products. Geographically, the company continues to expect that Europe will remain challenging, while the markets in North America and Asia will continue to recover.

The fundamentals of the business remain sound. 2010 recurring revenues, including subscription and other non-cyclical revenues, are expected to benefit from solid retention rates partially offset by the impact of weaker new sales in prior year. Advertising, pharma promotional, and other cyclical products are expected to remain under pressure. Electronic revenues are expected to continue to show good growth as customers demand online information and software solutions to drive efficiency.

The ordinary EBITA margin is expected to be 20-21% in 2010. Improving margins will be underpinned by the migration of revenues to more profitable electronic products, stringent cost management and the continuing contribution of the Springboard program. These efforts are expected to more than offset wage and other inflationary expenditures. As in prior years, management will continue to invest approximately 8-10% of revenues in new products and platforms to drive future growth.

Free cash flow in constant currencies will continue to be strong and is expected to be €400 million or greater. Diluted ordinary earnings per share is expected to be between €1.41 and €1.45 in constant currencies and will be impacted by a higher benchmark tax rate of 25% (2009: 24%) on ordinary income before tax as higher tax rate markets are expected to lead in the recovery.

#### Medium-Term Outlook

Over the medium term, professionals will continue to demand superior information and productivity solutions. Increased compliance requirements, the continued shortage of qualified professionals, and new regulations in health, financial services, and accounting, underpin positive market conditions in the medium and longer term. These factors will support growth and Wolters Kluwer anticipates double-digit growth in online and software revenues over the medium term. Online, software, and services revenues are expected to grow to represent at least 75% or more of total revenues. Traditional print revenues are expected to continue to decline as customers adopt innovative electronic solutions. The company will continue to invest 8-10% of its revenues in new products, enhancements, and platforms to drive growth.

As a result of the shift toward higher-margin electronic solutions and the additional contribution from operational excellence initiatives including the Springboard program, the company expects to deliver steadily improving operating margin performance over the medium term. Ordinary EBITA and diluted ordinary earnings per share will improve continuously over the period in constant currencies. Free cash flow is expected to be equal to or greater than €400 million per annum in constant currencies reflecting the resilient and growing subscription base. Return on invested capital will be 8% or greater.

Key Performance Indicators	Medium-Term Outlook
Revenue growth/	<ul> <li>Double-digit online &amp; software growth</li> </ul>
portfolio composition	<ul> <li>Online, software &amp; services revenues ≥75% of total revenues</li> </ul>
Ordinary EBITA	<ul> <li>Continuous improvement</li> </ul>
Diluted ordinary EPS <sup>1</sup>	<ul> <li>Continuous improvement</li> </ul>
Free cash flow <sup>1</sup>	■ ≥ €400 million per annum
Return on invested capital (after tax)	■ ≥ 8%

<sup>&</sup>lt;sup>1</sup>In constant currencies (EUR/USD = 1.39)



#### Division overview

(All amounts are in millions of euros unless otherwise indicated)

Six months ended June 30	2010	2009	Δ	Δ CC	ΔOG
Revenues					
Health & Pharma Solutions	383	365	5%	3%	3%
Financial & Compliance Services	143	138	4%	3%	2%
Tax & Accounting	474	471	1%	0%	1%
Legal & Regulatory	728	746	(2%)	(4%)	(3%)
Total revenues	1,728	1,720	0%	(1%)	0%
Ordinary EBITA					
Health & Pharma Solutions	49	37	31%	23%	23%
Financial & Compliance Services	30	29	5%	5%	7%
Tax & Accounting	137	139	(2%)	0%	0%
Legal & Regulatory	133	134	(1%)	(2%)	(1%)
Corporate	(21)	(19)	9%	<b>9</b> %	<b>9</b> %
Total Ordinary EBITA	328	320	2%	2%	2%

 $<sup>\</sup>Delta$  - % Change;  $\Delta$  CC - % Change constant currencies (EUR/USD 1.39);  $\Delta$  OG - % Organic growth

#### Health & Pharma Solutions

(All amounts are in millions of euros unless otherwise indicated)					
Six months ended June 30	2010	2009	Δ	Δ CC	ΔOG
Revenues					
Electronic & service subscription	191	174	<b>9</b> %	8%	8%
Print subscription	34	38	(10%)	(12%)	(12%)
Other non-cyclical	20	16	24%	22%	22%
Total recurring revenues	245	228	7%	6%	6%
Books	63	59	7%	<b>6</b> %	6%
Other cyclical	75	78	(4%)	(5%)	(5%)
Total revenues	383	365	5%	3%	3%
Operating profit	22	5			
Ordinary EBITA	49	37	31%	23%	23%
Ordinary EBITA margin	12.7%	10.2%			
Net capital expenditure (CAPEX)	18	15			
Ultimo FTEs	2,606	2,602			

 $<sup>\</sup>Delta$  - % Change;  $\Delta$  CC - % Change constant currencies (EUR/USD 1.39);  $\Delta$  OG - % Organic growth

Healthcare professionals and organizations use the integrated information, tools, and solutions provided by Wolters Kluwer Health & Pharma Solutions to improve the quality, efficiency, and effectiveness of healthcare. Wolters Kluwer Health & Pharma Solutions is the global provider of medical information, business intelligence, and solutions for research and development for the healthcare market.

<u>Business highlights:</u> Wolters Kluwer Health & Pharma Solutions posted 5% revenue growth, with 3% organic growth driven by strong first-half book sales and double-digit growth in Clinical Solutions and Healthcare Analytics. The division delivered a first-half ordinary EBITA margin of 12.7%, representing a 250 basis point improvement over the prior year, with each business unit contributing to this lift in profitability.

Sustained investment in the business produced several new and enhanced products in the first half year. OvidSP 3.0 was launched in April with enhanced functionality, allowing customers to combine new results management with organization tools and to capture search results from other platforms. OvidFrancais, a French language portal with French ebook content and search,



also debuted during the first half marking a significant step in the ongoing globalization of Ovid including non-English content. Clinical Solutions released a new version of ProVation® Order Sets, powered by UpToDate® Decision Support. The new release includes the unique One Click Updates tool, which allows hospitals to easily update order sets to keep current with the latest medical evidence. UpToDate expanded its clinical information database with the addition of Allergy and Immunology. Subscribers can now access over 300 topics specifically devoted to allergy, asthma, and immunology, and a total of over 8,300 topics across 16 specialties. Lippincott Williams & Wilkins (LWW) launched Pathology Network (<a href="www.pathnetwork.com">www.pathnetwork.com</a>), a single source solution that provides pathologists quick access to all the current articles from the complete line of LWW pathology journals. In addition, three proprietary LWW journals won Awards for Publishing Excellence (APEX) during the quarter: Emergency Medicine News, Oncology Times, and Nephrology Times.

First-half 2010 financial performance: Wolters Kluwer Health & Pharma Solutions revenue grew 5% to €383 million in the first half of 2010 (2009: €365 million). These results were underpinned by 3% organic growth and a 2% positive impact of currency. Recurring revenue, which represents 64% of total revenues, posted organic growth of 6%. This performance was driven by strong growth in electronic and services subscription products. UpToDate delivered double-digit growth as it expanded its leading position in clinical decision support for physicians and hospitals with new products, increased global expansion, and improved retention rates. The ProVation product line also contributed strong growth in the period by increasing its market position in hospitals and driving expansion of new products such as clinical order sets. Healthcare Analytics performed well with double-digit growth resulting from new customer wins and strong sales in its brand analytics and managed care product lines. Ovid revenue proved resilient and was in line with the prior year, despite the impact of tight institutional library budgets.

These robust divisional results were more than enough to offset a decline in journal print subscription and advertising revenue. This trend is expected to continue as customers adopt online and software tools that improve results and productivity. The good growth in online and software increased the division's electronic revenues to 56% of its total revenues, up from 52% in the prior year.

Books revenue, which accounts for 16% of total division revenue, delivered 6% organic growth in the period. Solid results reflect good online sales, double-digit growth in electronic solutions and a strong front list. Cyclical product lines, which include journal advertising and pharma promotional products and account for 20% of division revenues, continued to be impacted by weak market conditions and declined 5%.

The 2010 first-half ordinary EBITA grew 31% with improved ordinary EBITA margins of 12.7% from 10.2% in the prior year. These results reflect the profit contribution of revenue growth as well as the benefit of tight cost management, restructuring efforts, and Springboard initiatives.

<u>Looking ahead:</u> The recurring product lines are expected to continue to perform well over the remainder of the year underpinned by strong renewal rates and good new sales of online and software solutions. Second-half book sales are expected to grow but at a more modest rate. Advertising and pharma promotional product lines will remain under pressure. Healthcare reform and the American Recovery and Reinvestment Act will continue to positively impact the U.S. Healthcare IT market over the medium term. The division will continue to focus growth investments on workflow and clinical solutions while supporting core healthcare content and global expansion.



#### Financial & Compliance Services

(All amounts are in millions of euros unless otherwise indicated)

Six months ended June 30	2010	2009	Δ	ΔCC	ΔOG
Revenues					
Electronic & service subscription	68	65	4%	4%	5%
Print subscription	2	3	(35%)	(36%)	(36%)
Other non-cyclical	5	2	116%	116%	28%
Total recurring revenues	75	70	6%	5%	4%
FS transactional	24	27	(9%)	(9%)	(9%)
Other cyclical	44	41	8%	7%	7%
Total revenues	143	138	4%	3%	2%
Operating profit	17	21			
Ordinary EBITA	30	29	5%	5%	7%
Ordinary EBITA margin	21.0%	20.8%			
Net capital expenditure (CAPEX)	6	2			
Ultimo FTEs	1,678	1,611			

 $<sup>\</sup>Delta$  - % Change;  $\Delta$  CC - % Change constant currencies (EUR/USD 1.39);  $\Delta$  OG - % Organic growth

Financial organizations and risk professionals across a broad range of industries use the deep domain expertise, leading software solutions, and services provided by Wolters Kluwer Financial & Compliance Services to manage risk, ensure compliance, and achieve transparency and control in rapidly changing environments. Wolters Kluwer Financial & Compliance Services is a leading provider of intelligent audit, risk, and compliance products, services, and solutions across the globe.

Business highlights: Wolters Kluwer Financial & Compliance Services delivered solid growth in the first half of 2010 reflecting the strength of the electronic portfolio. Revenues grew 4% with organic growth of 2%, driven by strong performance in the Audit, Risk & Compliance Logics business unit (*ARC* Logics™), Risk & Compliance, and Transport Services. The division delivered a first-half ordinary EBITA margin of 21.0%, in line with the prior year.

The division continued to invest in growth opportunities and leveraged the combined assets of the newly formed vertical structure. This includes the launch of *ARC* Logics™ for Financial Services. This comprehensive enterprise risk management suite was created specifically for banking, securities, and insurance organizations providing actionable compliance and regulatory intelligence linked to the customers' risk management workflow. Fair Lending Wiz software was upgraded to include an Ethnicity Proxy functionality. These proxies help improve the quality of Home Mortgage Disclosure Act (HMDA) loan data to detect potential problems that may contribute to discriminatory loans. In addition, the division launched HMDA Wiz, a cost-effective Software as a Service (SaaS) solution helping institutions manage HMDA compliance and data quality. More than 70 percent of Home Mortgage Disclosure Act (HMDA) loans submitted to regulators are processed through Wolters Kluwer Financial Services' Wiz solutions. The division's global footprint was extended with the launch of Compliance Passport, a suite of regulatory compliance solutions that consolidate financial laws, regulations, news, and commentary from across the globe. Compliance Passport provides financial professionals with tools to access, identify, interpret, and comply with jurisdictional variances in regulation.

First-half 2010 financial performance: Wolters Kluwer Financial & Compliance Services revenue grew 4% to €143 million in the first half of 2010 (2009: €138 million). These results were underpinned by 2% organic growth, 1% contribution of acquisitions, and a 1% positive impact of currency. Recurring revenue, which represents 52% of total revenues, posted organic growth of 4%. The demand for audit, risk, and compliance products continued as customers seek better ways to manage risk in the midst of economic uncertainty and increased regulatory scrutiny. This demand supported TeamMate's double-digit growth from new sales and solid retention rates. GainsKeeper new sales and professional services also delivered solid results as brokerage customers look for workflow solutions in anticipation of cost basis legislation changes which come



into effect January 2011. Business process optimization initiatives for mortgage transactions have grown significantly as financial institutions customers outsource mortgage processing to mitigate fixed costs and business risk, to drive efficiencies in a soft mortgage market. Financial Services' global expansion continues to progress, with revenues in Europe nearly doubling compared to the prior year. These favorable results have more than offset weaker demand in community bank and indirect lending markets, where credit conditions remain tight and customers are delaying purchases due to the uncertain impact of banking reform.

Financial Services' transactional revenue, which accounts for 17% of total division revenue, continued to reflect soft lending markets in the U.S.. Weak home and pre-owned automobile sales statistics combined with cautious lending practices resulted in an underlying revenue decline of 9%. Other cyclical product lines, which make up 31% of division revenues, posted 7% organic growth lead by strong consulting and transport services.

The 2010 first-half ordinary EBITA grew 5% with an ordinary EBITA margin of 21.0%, largely in line with the prior year. These results reflect the benefit of cost management and Springboard initiatives, partially offset by the EBITA impact of the decline in transactional revenue.

<u>Looking ahead:</u> Strong performance in audit, risk, and compliance products is expected to continue, underpinned by legislative changes, enforcement activities, and increased customer demand for risk management solutions. Conditions in the community banking markets are expected to remain challenged through the balance of 2010. The recently passed Wall Street Reform and Consumer Protection Act in the United States will provide additional opportunities for helping customers manage compliance, however, it will likely have only a modest impact in 2010. The U.S. automotive market, which directly impacts indirect lending, is expected to show signs of recovery but tight credit conditions will temper growth. The division will continue to invest for future growth with a focus on rationalizing existing platforms, enhancing product functionality and extending into new geographies.

Tax & Accounting
(All amounts are in millions of euros unless otherwise indicated)

Six months ended June 30	2010	2009	Δ	Δ CC	ΔOG
Revenues					
Electronic & service subscription	275	268	3%	2%	2%
Print subscription	52	53	(3%)	(4%)	(4%)
Other non-cyclical	107	110	(3%)	(4%)	0%
Total recurring revenues	434	431	1%	0%	1%
Books	22	23	(1%)	(2%)	(2%)
Other cyclical	18	17	6%	5%	6%
Total revenues	474	471	1%	0%	1%
Operating profit	102	101			
Ordinary EBITA	137	139	(2%)	0%	0%
Ordinary EBITA margin	28.9%	29.7%			
Net capital expenditure (CAPEX)	18	24			
Ultimo FTEs	5,481	5,705			

 $<sup>\</sup>Delta$  - % Change;  $\Delta$  CC - % Change constant currencies (EUR/USD 1.39);  $\Delta$  OG - % Organic growth

Tax, accounting, and audit professionals who serve as trusted advisors to clients and businesses worldwide rely on authoritative content and integrated workflow solutions from global leader Wolters Kluwer Tax & Accounting. Wolters Kluwer Tax & Accounting, is the preferred provider of premier information, research, and software tools in the global tax and accounting arena.

<u>Business highlights:</u> Wolters Kluwer Tax & Accounting revenues grew 1% to €474 million in 2010 (2009: €471 million). These results reflect stable recurring revenue streams, with strong global software sales, partially offset by declines in print publishing, bank products, and timing related to tax transactions.



The company continues to invest in new and enhanced products to build on its global leadership position. In the last 12 months, next-generation platforms have been launched across North America, Europe, and Asia, with iterative releases expected in 2010 that continue to advance features and functionality of the products, based on customer needs and allows the business to leverage its solutions globally. These new platforms and products set the stage for continued growth in electronic revenues.

In 2009, the company launched the next generation of its ProSystem fx Suite, which provides significant new productivity gains for professionals, delivered in a SaaS environment. SaaS offerings in the Suite include ProSystem fx Tax, Document, Portal, WorkStream, and Practice. These solutions streamline professionals' workflows, leveraging a common client database to enhance ease of use, while supporting customers' need to work anytime, anywhere. In addition, CCH launched KnowledgeConnect, a new knowledge management (KM) system. The only KM system designed specifically for accounting professionals, KnowledgeConnect in the second quarter of 2010 won industry recognition with The CPA Technology Advisor's Technology Innovation Award. The company also further advanced its IntelliConnect™ platform, with a series of customer-focused enhancements benefiting professionals worldwide. As a gateway to CCH's premier content and tools, IntelliConnect has approximately 200,000 customers worldwide. A3 Software tax software in Spain and Addison tax software in Germany enhanced their product suites with the introduction of modules that help clients scan in their receipts and automatically populate their tax returns. In addition, Addison announced a strategic partnership with Haufe Lexware to co-develop business applications software and specialized information products for accountants. Through the seamless integration of professional content in Addison's software, customers will experience a more effective work process and increase of productivity. Finally, in Belgium, Kluwer launched EasyWeb, a customized web solution that enables accounting professionals to maintain their own website integrated with the high-quality content of Kluwer.

First-half 2010 financial performance: Electronic subscription products, including software and publishing, delivered 2% organic revenue growth as customers continued to adopt online products and productivity solutions. The North American Tax business produced strong growth in software revenue (+7%), led by the core tax products, ProSystem fx Document and Scan. Strong revenue growth was also noted in Belgium and Germany. New products also contributed to growth, with favorable market adoption of the Roth IRA Conversion Expert, ProSystem fx Portal, and the accounting and auditing KnowledgeCoach solution, which was recently named by Accounting Today as the top new audit software solution for 2010. This growth was partially offset by declines in print subscription revenue (-4%) and other non-cyclical products, which include software services, bank products, and timing of tax transactions. Overall, subscription retention rates were stable with new sales improved in software. Print publishing, including books, continues to experience downward pressure as customers reduce multiple titles, move to online products and remain cautious with spending.

The 2010 half-year ordinary EBITA margin decreased 80 basis points to 28.9%, as growth in higher-margin software solutions, cost management efforts, and the contribution of the Springboard program were offset by declines in publishing revenue.

<u>Looking ahead:</u> The company expects Tax & Accounting's recurring revenue base to remain stable, with continued strong sales of tax and accounting software globally as customers continue to look for productivity solutions. Publishing revenue, particularly in print based products, is expected to remain under pressure. Increased compliance requirements, global expansion, and greater demand for productivity solutions will continue to support long-term growth for the division. The division will continue to invest for future growth with a focus on online and software solutions for tax and accounting professionals in firms and corporations.



Legal & Regulatory

(All amounts are in millions of euros unless otherwise indicated)

Six months ended June 30	2010	2009	Δ	Δ CC	ΔOG
Revenues					
Electronic & service subscription	311	309	1%	(1%)	(1%)
Print subscription	158	171	(7%)	(8%)	(8%)
Other non-cyclical	36	36	1%	0%	3%
Total recurring revenues	505	516	(2%)	(3%)	(3%)
CLS transactional	68	63	8%	7%	7%
Books	61	64	(5%)	(6%)	(6%)
Other cyclical	94	103	(9%)	(10%)	(8%)
Total Revenues	728	746	(2%)	(4%)	(3%)
Operating profit	95	94			
Ordinary EBITA	133	134	(1%)	(2%)	(1%)
Ordinary EBITA margin	18.3%	18.0%			
Net capital expenditure (CAPEX)	19	20			
Ultimo FTEs	8,168	8,751			

 $<sup>\</sup>Delta$  - % Change;  $\Delta$  CC - % Change constant currencies (EUR/USD 1.39);  $\Delta$  OG - % Organic growth

Legal and business professionals rely on the authoritative information, tools, and resources provided by Wolters Kluwer Legal & Regulatory to ensure legal compliance in an ever more complex and dynamic world. Wolters Kluwer Legal & Regulatory provides a wide range of unique, proprietary information and tools in multiple specialty areas, including law, health and safety, public administration, with operations in North America, Europe and Asia Pacific.

<u>Business highlights:</u> Wolters Kluwer Legal & Regulatory revenues declined 2%. While electronic and services subscription revenues were resilient in light of market conditions, print subscription revenue was pressured due to contracting budgets and continued migration to online solutions. Customers continued to adopt online solutions which supported revenue growth. Corporate Legal Services (CLS) transactions revenue rebounded as a result of improving M&A and lien search volumes, while books and other cyclical products including consulting and training, were impacted by economic conditions. The division delivered resilient profit margins with first-half ordinary EBITA in line with the prior year at 18.3%.

The division continued to see the benefits of investments in innovation and product development. CT Corsearch launched the next-generation of Corsearch® Advantage™ - A2 - which improves clearance and protection solutions for trademark professionals. CT TyMetrix accelerated growth in international markets and added several new customers, including Royal Bank of Canada and Royal Philips Electronics, to solidify its position as the legal spend management standard for premier companies. The U.S. Law & Business group continued to show strong growth in workflow solution products, including Best Case and MediRegs, and expanded its presence in mobility, with the offer of Multistate Bar Exam content for the Apple iPhone and iPod touch. This transforms the Emanuel Bar Review series into digital resources for Bar Exam study, making it easier for law students to study wherever they need to. Based on extensive customer research, Wolters Kluwer France launched a new version of Lamyline.fr. This next-generation online platform for French lawyers offers a more intuitive and simplified semantic search engine, resulting in more rapid access and improved productivity. In the German legal segment, Wolters Kluwer launched Legal Tribune ONLINE in partnership with Spiegel. Legal Tribune ONLINE offers the legal community daily updates on legal analysis, industry news, practical knowledge, and job information.

First-half 2010 financial performance: Wolters Kluwer Legal & Regulatory revenue was down 2% to €728 million in the first half of 2010 (2009: €746 million). These results reflect a 3% decline in underlying revenue and the 1% impact of the divestiture of non-core assets. A 2% positive impact of currency partially offset these results. Recurring revenue, which represents 69% of total revenues, posted an underlying decline of 3% reflecting pressures on print subscription revenues and the impact of constrained budgets on new sales. Electronic and service subscriptions and other non-cyclical revenue were resilient conditions and delivered



revenue in line with the prior year. CT TyMetrix delivered strong growth reflecting new customer wins. In the U.S. Law & Business unit, strong results were delivered by Best Case bankruptcy solutions and MediRegs governance, risk, and compliance solutions. These positive results were offset by weaker performance in Europe reflecting a more challenging economic environment. Overall, retention rates across the group have been resilient and online revenues continue to grow.

Underlying book revenue, which represents 8% of total division revenue, declined 6% largely due to weaker demand in Europe for professional titles. Legal Education in the U.S. partially offset this trend with good online sales and a strong start to the fall semester selling season. Other cyclical revenues, which represent 13% of total division revenues, posted an underlying decline of 8%. These results reflect weak economic conditions in Europe and the related impact on advertising, training, and consulting product lines. Partially offsetting these cyclical trends, CLS transaction revenues, which represent 9% of total division revenue, delivered 7% organic growth due to increased volumes in the corporate on-demand product line, which reflect growing mergers and acquisition activity as compared to the prior year.

The 2010 half-year ordinary EBITA margin improved to 18.3% despite the underlying decline in revenue. This resilient performance was driven by restructuring in the U.K. and France, the benefit of Springboard cost savings initiatives, and EBITA contribution of higher margin CLS transactional revenue.

<u>Looking ahead:</u> Weak market conditions are expected to persist in Europe through the balance of the year. While retention rates are expected to be resilient, new sales will face pressure related to broader economic conditions. Recovery in the U.S. is expected to continue with CLS continuing to see good developments from new product investments and improving transaction volumes. Law & Business U.S. will continue to see good development in online and software products, particularly in the bankruptcy and MediRegs practice areas, however, law library budgets and print subscription products will continue to be pressured. The division will continue to invest for future growth with a focus on online and software solutions in specialty areas for law firms, corporate legal offices, and compliance professionals.

# Corporate

(All amounts are in millions of euros unless otherwise indicated)

Six months ended June 30	2010	2009	Δ	Δ CC	ΔOG
Operating profit	(21)	(20)			_
Ordinary EBITA	(21)	(19)	9%	9%	9%
Net capital expenditure (CAPEX)	0	0			
Ultimo FTEs	93	98			

 $\Delta$  - % Change;  $\Delta$  CC - % Change constant currencies (EUR/USD 1.39);  $\Delta$  OG - % Organic growth



# Wolters Kluwer Condensed Consolidated Interim Financial Report for the six months ended June 30, 2010

This report contains the condensed consolidated interim financial report of Wolters Kluwer nv ('the Company'), a company with limited liability, headquartered in Alphen aan den Rijn, the Netherlands.

The condensed consolidated interim financial report for the six months ended June 30, 2010, consists of the condensed consolidated interim financial statements, the interim report of the Executive Board, and the statement by the Company's Executive Board.

The content of this condensed consolidated interim financial report has not been audited or reviewed by an external auditor.

The condensed consolidated interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Company's consolidated financial statements for the year ended December 31, 2009.



# Interim Report of the Executive Board

# **Business Highlights**

Wolters Kluwer reported good results for the first half year of 2010. Despite continued global economic uncertainty, the company posted strong growth in electronic revenue (+4%) and operating profit (+7%). Operating profit improvement was supported by a resilient subscription portfolio, the continued migration of revenue towards higher-margin online and software products, continued stringent cost management, and operational excellence programs including Springboard. Diluted EPS was down 6% due to a higher number of shares (stock dividend) and timing on taxes.

The company's leading brands, resilient portfolio, and strong cash generation continue to support a solid financial position. In the six months ended June 30, 2010, free cash flow increased 13% to €165 million. Net debt was €2,100 million with a net-debt-to-EBITDA ratio improving to 2.9 from 3.1 (at the first half year 2009). In July, the company signed a €600 million multi-currency credit facility and a €250 million private placement. These new debt instruments refinance the existing credit facility of €928 million, increasing the company's liquidity and headroom and further extending Wolters Kluwer's maturity profile at attractive market rates, with an annual coupon of 4.20% for the private placement.

A strong start to the year provides confidence for the balance of the year. The company expects to see good growth in software and workflow solutions that will be balanced by challenges in print-based publishing, and cyclical revenue sources such as training, consulting, advertising, and pharma promotional products. Geographically, the company continues to expect that Europe will remain challenging, while the markets in North American and Asia will continue to recover.

The fundamentals of the business remain sound. 2010 recurring revenues, including subscription and other non-cyclical revenues, are expected to benefit from solid retention rates partially offset by the impact of weaker new sales in prior year. Advertising, pharma promotional, and other cyclical products are expected to remain under pressure. Electronic revenues are expected to continue to show good growth as customers demand online information and software solutions to drive efficiency.

# Key Figures 2010 Half-Year

(All amounts are in millions of euros unless otherwise indicated)

	Six months ended June 30				
	2010	2009	Δ	Δ CC	ΔOG
Revenue	1,728	1,720	0%	(1%)	0%
Electronic revenue % of total	55%	52%			
Operating profit	215	201	<b>7</b> %	(1%)	
Diluted EPS	0.42	0.45	(6%)		

### Financial Performance

#### Revenues

Wolters Kluwer revenues were up slightly over 2009 at €1,728 million. Underlying recurring revenues, which include subscription and other non-cyclical revenues (approximately 73% of total revenues), were broadly in line with the prior year. With stable retention rates across the business, subscription revenues showed a solid performance compared with the previous year, including 3% organic growth in electronic and services revenues. This growth helped to mitigate the impact of print subscription decline and continued pressure on advertising and pharma promotional products.



Six months ended June 30 (All amounts are in millions of euros)	2010	2009
Devices		
Revenues		
<ul> <li>Health &amp; Pharma Solutions</li> </ul>	383	365
<ul> <li>Financial &amp; Compliance Services</li> </ul>	143	138
<ul> <li>Tax &amp; Accounting</li> </ul>	474	471
<ul><li>Legal &amp; Regulatory</li></ul>	728	746
Total revenues	1,728	1,720

Health & Pharma Solutions revenue grew 5% to €383 million in 2010 (2009: €365 million). This performance was driven by strong first-half book sales and double-digit growth in Clinical Solutions and Healthcare Analytics.

Financial & Compliance Services revenue grew 4% to €143 million in 2010 (2009: €138 million). This performance reflected the strength of the electronic portfolio and was driven by strong performance in the Audit, Risk & Compliance Logics business unit (ARC Logics), Risk & Compliance, and Transport Services.

Tax & Accounting revenue grew 1% to €474 million in 2010 (2009: €471 million). These results reflect stable recurring revenue streams, with strong global software sales, partially offset by declines in print publishing, bank products, and timing related to tax transactions.

Legal & Regulatory revenue declined 2% to €728 million in 2010 (2009: €746 million). While electronic and services subscription revenues were resilient in light of market conditions, print subscription revenue was pressured due to contracting budgets and continued migration to online solutions. Transactional products, including books, consulting, and training were also impacted by economic conditions, while CLS transactions revenue rebounded driven by improving M&A and lien search volumes.

# Operating profit, profit for the period, EPS

For the first half of 2010, operating profit increased to €215 million (2009: €201 million) mainly driven by cost containment and a €6 million impairment recognized for a held-for-sale U.S. subsidiary within Legal & Regulatory in the first half of 2009.

Six months ended June 30		
(All amounts are in millions of euros)	2010	2009
Operating profit		
<ul> <li>Health &amp; Pharma Solutions</li> </ul>	22	5
<ul> <li>Financial &amp; Compliance Services</li> </ul>	17	21
<ul><li>Tax &amp; Accounting</li></ul>	102	101
<ul><li>Legal &amp; Regulatory</li></ul>	95	94
<ul><li>Corporate</li></ul>	(21)	(20)
Total operating profit	215	201

Health & Pharma Solutions operating profit grew to €22 million in 2010 (2009: €5 million). These results reflect the profit contribution of revenue growth as well as the benefit of tight cost management, restructuring efforts, and Springboard initiatives.

Financial & Compliance Services operating profit declined to €17 million in 2010 (2009: €21 million). These results reflect the benefit of cost management and Springboard initiatives partially offset by the EBITA impact of the decline in transactional revenue.



Tax & Accounting operating profit grew to €102 million in 2010 (2009: €101 million). Growth in higher margin software solutions, cost management efforts, and the contribution of the Springboard program were partially offset by declines in publishing revenue and inflation in the overall cost base.

Legal & Regulatory operating profit grew to €95 million in 2010 (2009: €94 million). This performance was driven by restructuring in the U.K. and France, the benefit of Springboard cost savings initiatives, and EBITA contribution of higher-margin CLS transactional revenue.

In the first half of 2010, net financing costs increased to €65 million (2009: €57 million), mainly due to unfavorable currency movements.

The effective tax rate of 18% for the first half year (2009: 8%) is higher compared to last year, mainly due to the release of tax provisions in the first half of 2009 as result of lower assessed tax exposures mostly due to finalization of several tax audits.

Profit for the period of €126 million declined compared to prior year (2009: €133 million) driven by higher financing costs and higher income tax expense, partly offset by higher operating profit. Diluted EPS was €0.42 for the first half of 2010 (2009: €0.45).

#### Ordinary EBITA, ordinary net income, ordinary EPS

Despite challenging market conditions, ordinary EBITA grew by 2% and the ordinary EBITA margin improved 40 basis points to 19.0% from 18.6% in 2009, driven by strong growth in higher-margin online and software products, cost containment, and operational excellence programs, including Springboard. Ordinary net income declined by 5% in 2010 to €193 million due to higher financing costs and a higher effective tax rate; diluted ordinary earnings per share declined 7% in 2010 to €0.65.

The tax rate on ordinary income was 26%, up from 23% in 2009.

# Balance sheet, cash flow

Net debt increased from €2,007 million at December 31, 2009, to €2,100 million at June 30, 2010, mainly due to cash dividend payment, acquisition spending, and unfavorable exchange rate differences offset by strong free cash flow. Wolters Kluwer ended the half year 2010 with a net-debt-to-EBITDA ratio of 2.9 (on a rolling basis) (December 31, 2009: 2.9).

In first half 2010, free cash flow was €165 million, compared to €146 million in the same period of 2009 mainly as a result of higher cash flow from operations.

#### Risk Management

In the 2009 Annual Report, the Company has described certain risk categories that could have a material adverse effect on its operations and financial position. Those risk categories are deemed to be incorporated and repeated in this report by reference. In the Company's view, the nature and potential impact of these risk categories on the business are not materially different for the second half of 2010.

# Statement by the Executive Board

The Executive Board is responsible for the preparation of the condensed consolidated interim financial statements for the six months ended June 30, 2010, in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union. The responsibility of the Executive Board includes selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

The Executive Board is also responsible for the preparation of the Interim Report of the Executive Board. In this Interim Report the Executive Board endeavors to present a fair review of the situation of the business at



balance sheet date and of the state of affairs in the half year under review. Such an overview contains a selection of some of the main developments in the first six months of the financial year and can never be exhaustive. This Interim Report also contains the current expectations of the Executive Board for the second half of the financial year. With respect to these expectations, reference is made to the disclaimer about Forward-looking Statements at the bottom of this press release. As required by provision 5:25d(2)(c) of the Dutch act on financial supervision (*Wet op het financial toezicht*) and on the basis of the foregoing, the Executive Board confirms that to its knowledge:

- The condensed consolidated interim financial statements for the six months ended June 30, 2010, give a true and fair view of the assets, liabilities, financial position, and profit or loss of the company and the undertakings included in the consolidation taken as a whole; and
- The Interim Report of the Executive Board includes a fair overview of the situation at the balance sheet date, the course of affairs during the first six months of the financial year of the company and the undertakings included in the consolidation taken as a whole, and the expected course of affairs for the second half of 2010 as well as an indication of important events that have occurred during the six months ended June 30, 2010, and their impact on the condensed consolidated interim financial statements, together with a description of the principal risks and uncertainties for the second half of 2010, and also includes the major related parties transactions entered into during the six months ended June 30, 2010.

Alphen aan den Rijn, July 28, 2010

Executive Board N. McKinstry, CEO and Chairman of the Executive Board B.L.J.M. Beerkens, CFO and Member of the Executive Board J.J. Lynch, Jr., Member of the Executive Board



# CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

Condensed consolidated interim financial statements for the half year ended June 30, 2010, and 2009

Unaudited condensed consolidated statement of income
Unaudited condensed consolidated statement of comprehensive income
Unaudited condensed consolidated statement of cash flows
Unaudited condensed consolidated statement of financial position
Unaudited condensed consolidated statement of the changes in total equity
Notes to the unaudited condensed consolidated interim financial statements



# Unaudited condensed consolidated statement of income

(in millions of euros, unless otherwise stated)

(III IIII(IOIIS OJ EUIOS, UIIESS OTHEI WISE STUTEU)	Six mont	
	2010	2009
Revenues	1,728	1,720
Cost of sales	628	605
Gross profit	1,100	1,115
Sales costs	319	330
<ul> <li>General and administrative costs:</li> <li>General and administrative operating expenses</li> <li>Amortization of publishing rights and</li> </ul>	480	493
impairments	86	91
Total operating expenses	885	914
Operating profit	215	201
Finance income	5	4
Finance costs	(70)	(61)
Results on disposals	4	0
Profit before tax	154	144
Income tax expense	(28)	(11)
Profit for the period	126	133
Profit attributable to:		
Equity holders of the Company	126	132
<ul><li>Non-controlling interests</li></ul>	0	1
Profit for the period	126	133
EARNINGS PER SHARE (EPS) (€)		
Basic EPS	0.43	0.46
Diluted EPS	0.42	0.45



# Unaudited condensed consolidated statement of comprehensive income

	Six mont June	hs ended = 30
	2010	2009
Comprehensive income:		
Profit for the period	126	133
Other comprehensive income:		
Exchange differences on translation of foreign operations	288	2
Gains/(losses) on cash flow hedges	3	(4)
Actuarial gains/(losses) on defined benefit plans	(19)	(7)
Tax on items taken directly to or transferred from equity	7	3
Other comprehensive income/(loss) for the period, net of taxes	279	(6)
Total comprehensive income for the period, net of taxes	405	127
Attributable to:		
<ul> <li>Equity holders of the Company</li> </ul>	402	129
<ul> <li>Non-controlling interests</li> </ul>	3	(2)
Total	405	127



# Unaudited condensed consolidated statement of cash flows

(in millions of euros)	Six mont	
	June 2010	2009
Cash flows from operating activities	2010	2007
Operating profit	215	201
Amortization, impairments, and depreciation	138	136
Springboard/acquisition integration costs	27	28
Autonomous movements in working capital	(7)	(21)
Cash flow from operations	373	344
Paid financing costs	(101)	(112)
Paid corporate income tax	(34)	(21)
Appropriation of restructuring provisions	(39)	(27)
Share-based payments	9	9
Other	(5)	3
Net cash from operating activities	203	196
Cash flows from investing activities		
Net capital expenditure	(61)	(61)
Acquisition spending	(25)	(33)
Receipts from disposal of activities	4	0
Dividends received	1	1
Net cash used for investing activities	(81)	(93)
Cash flows from financing activities		
Cash flows from financing activities  Exercise share options	2	0
Redemption loans	(211)	(242)
New loans	8	112
Movements in bank overdrafts	91	22
Dividend payments	(115)	(125)
Net cash used for financing activities	(225)	(233)
Net cash used for operations	(103)	(130)
Cash and cash equivalents at January 1	409	345
Exchange differences on cash and cash equivalents	15	(1)
	424	344
Cash and cash equivalents at June 30	321	214



# Unaudited condensed consolidated statement of financial position

	June 30,	2010	December	31, 2009	June 30	, 2009
Non-current assets						
Intangible assets	4,648		4,226		4,555	
Property, plant, and equipment	149		135		139	
Investments in associates	36		30		18	
Financial assets	80		41		54	
Deferred tax assets	107		107		34	
Total non-current assets		5,020		4,539		4,800
Current assets						
Inventories	91		79		86	
Trade and other receivables	869		998		855	
Income tax receivable	47		28		68	
Cash and cash equivalents	321		409		214	
Total current assets	1,328		1,514		1,223	
Current liabilities						
Deferred income	1,090		1,033		994	
Trade and other payables	279		352		299	
Income tax payable	36		28		34	
Short-term provisions	32		36		29	
Borrowings and bank overdrafts	511		526		568	
Other current liabilities	374		423		310	
Total current liabilities	2,322		2,398		2,234	
Working capital	_	(994)	_	(884)	_	(1,011)
Capital employed	<u>-</u>	4,026	<u>-</u>	3,655	- -	3,789
Non-current liabilities						
Long-term debt		1,927		1,891		1,894
Deferred tax liabilities		259		252		291
Employee benefits		178		147		141
Provisions		6		10		5
Total non-current liabilities	_	2,370	_	2,300	_	2,331
Equity						
Issued share capital	36		35		35	
Share premium reserve	88		89		90	
Other reserves	1,508		1,210		1,302	
Equity attributable to equity holders of the Company		1,632		1,334		1,427
				,		
Non-controlling interests		24		21		31
Total equity	_	1,656	_	1,355	<del>-</del>	1,458
Total financing		4,026		3,655		3,789



# Unaudited condensed statement of the changes in total equity

			2010
	Equity attributable to equity holders of the Company	Non- controlling interests	Total equity
Balance at January 1	1,334	21	1,355
Total comprehensive income for the			
period, net of taxes	402	3	405
Share-based payments	9		9
Cash dividend	(115)		(115)
Exercise of share options	2		2
Balance at June 30	1,632	24	1,656

			2009
	Equity attributable to equity holders of the Company	Non- controlling interests	Total equity
Balance at January 1	1,414	33	1,447
Total comprehensive income for the			
period, net of taxes	129	(2)	127
Share-based payments	9		9
Cash dividend	(125)		(125)
Exercise of share options	0		Ó
Balance at June 30	1,427	31	1,458



#### Notes to the Unaudited Condensed Consolidated Interim Financial Statements

#### **Selected Explanatory Notes**

#### Statement of compliance

These condensed consolidated interim financial statements have been prepared in accordance with International Accounting Standards (IAS) 34 Interim Financial Reporting. As permitted by IAS 34, these statements do not include all of the information required for full annual financial statements, and should be read in conjunction with Wolters Kluwer's 2009 Annual Report. In addition, the notes to the consolidated interim financial statements are presented in a condensed format. These consolidated interim financial statements have not been audited.

# **Accounting policies**

The accounting policies applied in these condensed consolidated interim financial statements are the same as those applied in Wolters Kluwer's 2009 Annual Report.

### New standards and interpretations

The first time application of the amendments and interpretations that became effective for the year ended December 31, 2010, as listed below, did not result in substantial changes to the Group's accounting policies:

- Amended IAS 27 'Consolidated and Separate Financial Statements' (effective July 1, 2009);
- Revised IFRS 1 'First Time Adoption of IFRS' (effective July 1, 2009);
- Improvements to IFRSs 2009 (effective generally January 1, 2010);
- IFRIC 17 'Distributions of Non-Cash Assets to Owners' (effective July 1, 2009);
- IFRIC 15 'Agreements for the Construction of Real Estate' (effective July 1, 2009);
- IFRIC 16 'Hedges of a Net Investment in a Foreign Operation' (effective July 1, 2009);
- IFRIC 12 'Service Concession Arrangements'; (effective July 1, 2009)
- Amendment to IAS 39 'Financial Instruments: Recognition and Measurement: Eligible Hedged Items' (effective July 1, 2009);
- Amendment to IAS 39 'Reclassification of Financial Assets: Effective date and Transition' (effective July 1, 2009); and
- Amendments to IFRS 1 and IAS 27 'Cost of an Investment in a Subsidiary, Jointly-Controlled Entity or Associate'.

The new standard IFRS 3 Business Combinations (Revised) (effective July 1, 2009) may have an impact on the group reporting and became mandatory for the Group's 2010 financial statements. The main changes are:

- Re-measurement of contingent purchase considerations, initially measured at fair value after January 1, 2010, are recognized through the statement of income (previously any re-measurement was recognized against goodwill);
- Tax assets and liabilities are initially measured at fair value, any subsequent changes are recognized in the income statement (also for existing acquisitions); and
- Acquisition-related costs, incurred for acquisitions after January 1, 2010, are to be expensed (previously acquisition related costs were capitalized).

As of January 1, 2010, the Company changed its segment reporting, which is based on the Group's new management and internal reporting structure as of 2010. To align with its strategy *Maximizing Value for Customers*, the Group is now organized and reports around four global lines of business: Legal & Regulatory, Tax & Accounting, Health & Pharma Solutions, and Financial & Compliance Services. Comparative figures have been adjusted to reflect the new segment reporting.



#### **Estimates**

The preparation of condensed consolidated interim financial statements requires management to make judgments, estimates, and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income, and expenses. Actual results may differ from these estimates. In preparing these condensed consolidated interim financial statements, the significant judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to Wolters Kluwer's 2009 Annual Report. Reference is made to Note 28 'Accounting Estimates and Judgments' to the Consolidated Financial Statements of Wolters Kluwer. Further reference is made to Note 20 'Financial Risk Management and Financial Risks'. Note 20 discusses Wolters Kluwer's exposure to currency risks, interest rate risk, liquidity risk and credit risks. Actual results in the future may differ from current risk judgments. Estimates and judgments are being continually evaluated and base on historic experience and other factors, including expectations of future events believed to be reasonable under the circumstances.

#### Benchmark figures

Wherever used in this press release, the term 'ordinary' refers to figures adjusted for exceptional items and, where applicable, amortization and impairment of goodwill and publishing rights. Exceptional items consist of qualifying restructuring expenses. 'Ordinary' figures are non-IFRS compliant financial figures, but are internally regarded as key performance indicators to measure the underlying performance of the business. These figures are presented as additional information and do not replace the information in the income statement and in the cash flow statement. The term 'ordinary' is not a defined term under IFRS.

# Special items contained in the condensed consolidated interim financial statements Seasonality

Some of our businesses are impacted by seasonal purchasing patterns. Revenues of Wolters Kluwer's tax and regulatory businesses are strongest in the fourth and first quarters, in line with statutory (tax) filing requirements. The Health & Pharma Solutions business also has strong fourth-quarter sales due to the buying behavior of key wholesalers that serve the education and professional markets. The cash flow is typically strongest in the fourth quarter as calendar-year subscription renewals are received.

# Acquisitions and disposals

Acquisitions

Total acquisition spending in first half 2010 was €25 million (2009: €33 million), which relates to payments for acquisitions made in previous years (earn-outs arrangements) and a number of small acquisitions in the first half of 2010.

The fair value of the acquirees' identifiable assets and liabilities of some acquisitions could only be determined provisionally and will be subject to change based on the outcome of the purchase price allocation which will be completed within 12 months from the acquisition date.

The goodwill recognized for these acquisitions represents a payment in anticipation of the future economic benefits to be derived by Wolters Kluwer as a result of the acquisition. These future economic benefits relate, for example, to opportunities with regard to cross-selling or cost efficiencies such as sharing of infrastructure.

#### Amortization and impairment

Amortization decreased in the period mainly due an amount of €6 million impairment loss related to the divestment of a U.S. subsidiary (part of Legal & Regulatory) in the first half of 2009.



Issuances, repurchases, and repayments of debt and equity securities, and dividends paid In 2010, no repurchases of debt securities occurred.

In the first six months of 2010, 5,165,933 shares were issued for stock dividend and 694,154 shares for the vesting of LTIP shares. The annual cash dividend of  $\le$ 115 million was paid in May 2010. Of the 2009 dividend of  $\le$ 0.66 per share, 59.5% was distributed as cash dividend (2008: 67.3%).

Under the 2010-12 Long-Term Incentive Plan (LTIP) 1,471,358 shares were conditionally awarded to the Executive Board and other senior managers of the company in the first six months of 2010. In the first six months of 2010, 101,304 shares were forfeited under the long-term incentive plans.

The LTIP 2007-09 vested on December 31, 2009. Total Shareholder Return (TSR) ranked seventh relative to its peer group of 16 companies, resulting in a pay-out of 75% of the conditional base number of shares awarded to the Executive Board members and a pay-out of 100% of the conditional number of shares awarded to other senior managers. The shares were released on February 25, 2010, and equaled a total number of 989,527 shares.

In 2010, 193,500 share options were exercised, for a total value of €2.0 million that was received by the company.



# Other information

# Reconciliation of benchmark figures

(All amounts are in millions of euros unless otherwise indicated)

# Reconciliation between operating profit, EBITA, and ordinary EBITA

	Six months ended June 30	
	2010	2009
Operating profit Amortization of publishing rights and	215	201
impairments	86	91
EBITA	301	292
Springboard/acquisition integration		
costs	27	28
Ordinary EBITA	328	320

# Reconciliation between profit for the period and ordinary net income

#### Six months ended June 30

	2010	2009
Profit for the period attributable to		
the equity holders of the Company (A)	126	132
Amortization of publishing rights and		
impairments (adjusted for non-		
controlling interests)	85	91
Tax on amortization and impairments	(31)	(30)
Results on disposals (after taxation)	(4)	(8)
Springboard/acquisition integration		
costs (after taxation)	17	18
Ordinary net income (B)	193	203

# Reconciliation between cash flow from operating activities and free cash flow

# Six months ended June 30

Free cash flow (C)	165	146
(after taxation)	22	10
Appropriation of Springboard provisions		
Dividends received	1	1
Net capital expenditure	(61)	(61)
Net cash from operating activities	203	196
	2010	2009



# Earnings per share (EPS) calculations

	Six months ended June 30	
	2010	2009
Weighted average number of shares (D)* Diluted weighted average number of	294.2	288.1
shares (E)*	298.0	291.7
Ordinary EPS (B/D) (€) Diluted ordinary EPS (minimum of	0.66	0.70
ordinary EPS and (B/E) (€))	0.65	0.70
Diluted ordinary EPS in constant currencies (€)	0.64	0.65
Basic EPS (A/D) (€) Diluted EPS (minimum of basic EPS and	0.43	0.46
(A/E)) (€)	0.42	0.45
Free cash flow per share (C/D) (€) Diluted free cash flow per share	0.56	0.51
(minimum of free cash flow per share and (C/E) (€)) * in millions of shares	0.55	0.50

# Springboard/acquisition integration costs

	Six months ended June 30		
	2010	2009	
Personnel related restructuring costs	10	9	
Asset write-offs	0	1	
Third party costs	11	6	
Other exceptional items	3	3	
Subtotal Springboard costs	24	19	
Acquisition integration costs	3	9	
Total	27	28	



#### Post balance sheet events

# Multi-currency credit facility

On July 27, 2010, Wolters Kluwer signed a €600 million multi-currency credit facility with a 5-year maturity. The new credit facility is for general corporate purposes and will replace the existing €928 million credit facility, of which the remaining part will mature in July 2011.

#### Private placement

In addition to the multi-currency credit facility, Wolters Kluwer also refinanced debt with a 10-year private placement for a total amount of €250 million with a delayed settlement until December 2010, increasing the company's liquidity and headroom. The private placement will further extend Wolters Kluwer's maturity profile at attractive market rates with an annual coupon of 4.20%.

These new debt instruments will be used for general corporate purposes and refinance the existing credit facility.

#### Acquisitions

On July 22, 2010, Wolters Kluwer announced the acquisition of Edital. Edital will become part of CT Corsearch, a business unit of CLS (part of the Legal & Regulatory division).

On July 22, 2010, Wolters Kluwer completed the merger of CT Summation with AccessData Corporation to form AccessData Group, LLC. The new company will deliver an end-to-end eDiscovery software solution capable of addressing all phases of the litigation workflow.

#### Segment information

As of January 1, 2010, the Company changed its segment reporting which is based on the Group's new management and internal reporting structure as of 2010. To align with its strategy *Maximizing Value for Customers*, the Group is now organized and reports around four global lines of business: Legal & Regulatory, Tax & Accounting, Health & Pharma Solutions, and Financial & Compliance Services.



Health & Pharma S	usted to reflect the new segment reporting.  Change (in millions)							
Six months ended June 30								
In millions	une su	2010	2009	Organic	Acquisition/ Divestment	Currency	Total	
Revenues	EUR	383	365	12	Divestillent	6	18	
Ordinary EBITA	EUR	49	37	9		3	12	
Revenues	USD	507	488	<u>7</u> 17		2	12 19	
	USD	63	51	17	-	0	12	
Ordinary EBITA	030	03	31	12			12	
Ordinary EBITA		12 7%	10.29/					
margin		12.7%	10.2%					
Financial & Compli	ance Servic	ces			Change (in	millions)		
Six months ended June 30					Acquisition/			
In millions		2010	2009	Organic	Divestment	Currency	Tota	
Revenues	EUR	143	138	3	1	1	, 500	
Ordinary EBITA	EUR	30	29	2	0	(1)	1	
Revenues	USD	190	183	4	2	1	<u>-</u>	
Ordinary EBITA	USD	40	38	3	(1)	Ö	2	
Ordinary EBITA	035				(1)			
margin		21.0%	20.8%					
margin		21.0/0	20.0%					
Tax & Accounting				Change (in millions)				
Six months ended J	une 30				Acquisition/			
In millions		2010	2009	Organic	Divestment	Currency	Tota	
Revenues	EUR	474	471	4	(4)	3	3	
Ordinary EBITA	EUR	137	139	0	(1)	(1)	(2)	
Revenues	USD	639	623	5	(5)	16	16	
Ordinary EBITA	USD	187	184	0	(1)	4	3	
Ordinary EBITA								
margin		28.9%	29.7%					
			_			-		
		Change (in millions)						
	Legal & Regulatory Six months ended June 30			Acquisition/				
In millions	une 30	2010	2009	Organic	Divestment	Currency	Tota	
Revenues	EUR	728	746	(22)	(5)	9	(18)	
Ordinary EBITA	EUR	133	134	(22)	(1)	2	(10)	
Revenues	USD	966	993			11		
Ordinary EBITA	USD	176	179	(31) (2)	(7) (2)	11	(27)	
Ordinary EBITA	030	170	1/7	( <u>Z)</u>	(2)	<u>'</u>	(3	
•		19 2%	18.0%					
margin		18.3%	10.0%					
Corporate	Change (in millions)							
Six months ended June 30					Acquisition/			
In millions		2010	2009	Organic	Divestment	Currency	Tota	
Revenues	EUR	-	-	<u> </u>	-	-		
Ordinary EBITA	EUR	(21)	(19)	(2)	0	0	(2)	
	·	Change (in millions)						
Reconciliation								
Six months ended J	une 30				Acquisition/			
In millions		2010	2009	Organic	Divestment	Currency	Tota	
Revenues	EUR	1,728	1,720	(3)	(8)	19	8	
Ordinary EBITA	EUR	328	320	7	(2)	3	8	



For convenience purposes the table below presents the segment information of the Group under the old divisional structure:

Health & Pharma Solutions				Change (in millions)				
Six months ended June 30					Acquisition/			
In millions		2010	2009	Organic	Divestment	Currency	Total	
Revenues	EUR	383	365	12	-	6	18	
Ordinary EBITA	EUR	52	41	9	-	2	11	
Revenues	USD	507	488	17	-	2	19	
Ordinary EBITA	USD	68	56	12	-	0	12	
Ordinary EBITA								
margin		13.7%	11.1%					
Corporate & Financial Services (CFS)				Change (in millions)				
Six months ended June 30					Acquisition/			
In millions		2010	2009	Organic	Divestment	Currency	Total	
Revenues	EUR	259	259	1	0	(1)	0	
Ordinary EBITA	EUR	60	61	0	0	(1)	(1)	
Revenues	USD	344	344	1	0	(1)	0	
Ordinary EBITA	USD	81	81	0	0	0	0	
Ordinary EBITA								
margin		23.5%	23.6%					
Tax, Accounting & Legal (TAL)				Change (in millions)				
Six months ended June 30					Acquisition/			
In millions		2010	2009	Organic	Divestment	Currency	Total	
Revenues	EUR	473	471	(2)	(3)	7	2	
Ordinary EBITA	EUR	124	129	(5)	0	0	(5)	
Revenues	USD	633	625	(3)	(5)	16	8	
Ordinary EBITA	USD	169	171	(4)	0	2	(2)	
Ordinary EBITA								
margin		26.1%	27.4%					
Legal, Tax & Regulatory Europe (LTRE)				Change (in millions)				
Six months ended June 30					Acquisition/	_		
In millions		2010	2009	Organic	Divestment	Currency	Total	
Revenues	EUR	613	625	(14)	(5)	7	(12)	
Ordinary EBITA	EUR	113	108	5	(2)	2	5	
Ordinary EBITA		40 50/	47 40/					
margin		18.5%	17.4%		<b>C</b> 1 ()	• • • • • • • • • • • • • • • • • • • •		
Corporate				Change (in millions)				
Six months ended June 30		2010	2000	Orani-	Acquisition/	Currana	Tatal	
In millions	EI ID	2010	2009	Organic	Divestment	Currency	Total	
Revenues	EUR	(21)	(19)	(2)	0	0	(3)	
Ordinary EBITA	EUR	(21)	(19)	(2)		-	(2)	
Reconciliation Six months ended June 30				Change (in millions)  Acquisition/				
In millions	ine 30	2010	2009	Organic	Divestment	Currency	Total	
	EUR	1,728	1,720			19	Total 8	
Revenues		328		(3)	(8)	3	8	
Ordinary EBITA	EUR	328	320	7	(2)	3	8	



#### **About Wolters Kluwer**

<u>Wolters Kluwer</u> is a market-leading global information services company. Professionals in the areas of legal, business, tax, accounting, finance, audit, risk, compliance, and healthcare rely on Wolters Kluwer's leading information-enabled tools and software solutions to manage their business efficiently, deliver results to their clients, and succeed in an ever more dynamic world.

Wolters Kluwer had 2009 annual revenues of €3.4 billion, employs approximately 19,300 people worldwide, and maintains operations in over 40 countries across Europe, North America, Asia Pacific, and Latin America. Wolters Kluwer is headquartered in Alphen aan de Rijn, the Netherlands. Its shares are quoted on Euronext Amsterdam (WKL) and are included in the AEX and Euronext 100 indices.

Visit <u>our website</u>, <u>YouTube</u> or follow @Wolters\_Kluwer on <u>Twitter</u> for more information about our customers, market positions, brands, and organization.

#### Calendar

- November 3, 2010 Trading Update
- February 23, 2011 Full-Year 2010 Results

Full calendar overview available at www.wolterskluwer.com.

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# Presentation by Senior Management on July 28, 2010 - www.wolterskluwer.com

Investor/Analyst meeting: 1:00 PM CET at the Okura Hotel, Amsterdam. This event will be webcast live on the corporate website.

# Forward-looking Statements

This press release contains forward-looking statements. These statements may be identified by words such as "expect", "should", "could", "shall", and similar expressions. Wolters Kluwer cautions that such forward-looking statements are qualified by certain risks and uncertainties that could cause actual results and events to differ materially from what is contemplated by the forward-looking statements. Factors which could cause actual results to differ from these forward-looking statements may include, without limitation, general economic conditions; conditions in the markets in which Wolters Kluwer is engaged; behavior of customers, suppliers, and competitors; technological developments; the implementation and execution of new ICT systems or outsourcing; and legal, tax, and regulatory rules affecting Wolters Kluwer's businesses, as well as risks related to mergers, acquisitions, and divestments. In addition, financial risks such as currency movements, interest rate fluctuations, liquidity, and credit risks could influence future results. The foregoing list of factors should not be construed as exhaustive. Wolters Kluwer disclaims any intention or obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise.