



INTERIM REPORTING 2011/2012 first half-year results

- **Return of 1st half-year results into positive territory**
 - Profit from recurring operations: € 0.3 million
 - New record level for gross margin: 17.9%
 - Group share of net profit: € 0.2 million
- **Excellent performance of La Galerie, both in terms of business volume and profitability**
- **Continued sound financial position, with a significant net cash position**
- **Results in line with our annual target**

Saint-Ouen, 28 November 2011 – 5.45 pm

Commenting on these results, Gauthier Picquart declared: *“Once again, the growing significance of La Galerie in the RueDuCommerce business model was highlighted during the first half of the year, both in terms of growth and profitability.*

Furthermore, the Group’s restructuring implemented in 2010 and a better product mix, supported by a revamped marketing platform, brought about a returned to growth in High Tech, despite a continued difficult market environment.

These strong results bolster RueDuCommerce’s standing as a must-use brand in French e-commerce. Moreover, the website has been voted « Favourite website of French web users » for the second time for the purchase of technological products (Fevad/Médiamétrie’s 2011 Favourite).

Against this favourable background for the Company, Altaréa Cogedim decided to launch a public takeover bid on RueDuCommerce’s shares. This bid was unanimously recommended by the Group’s Board of Directors at its meeting of 23 November 2011. “

On 23 November 2011, the Board of Directors of RueDuCommerce, chaired by Gauthier Picquart, Chairman and Chief Executive Officer, approved the financial statements for the first half of the 2011/12 financial year (1 April to 31 March 2011).

* See Glossary at end of document

Main consolidated indicators
(Summary financial statements attached as appendices)**

(€ millions)	HY1 2011/2012	HY1 2010/2011	% change	FY 2010/2011
Business volume*	172.1	162.5	5.9%	380.3
Sales	127.1	132.5	(4.1%)	312.4
Gross profit	22.8	22.2	2.2%	52.6
<i>Gross profit / Sales</i>	17.9%	16.8%	1.1 pp	16.8%
Profit from recurring operations	0.3	(0.4)		3.6
Other operating income and expenses	0.0	(2.0)		(2.4)
Net profit	0.2	(2.4)		1.2
Equity (end of period)	34.3	30.6		34.0
Net cash position	18.7	17.7		18.0

** These financial statements were subject to a limited review by the Statutory Auditors

2nd quarter sales: confirmation of positive trends noted in the 1st quarter

A detailed commentary on the sales data for the first half of 2011/2012 was included in our press release of 17 November 2011. Within a general business environment that remained difficult during the summer, during the second quarter La Galerie-related sales grew significantly and the Distribution division returned into positive territory, under the combined effect of the Group's restructuring carried out in 2010, an improved product mix and a revamped marketing platform, which offset a continuing difficult high tech market, particularly for brown goods.

As a result, following a 4.1% decline in 1st half consolidated sales to € 127.1 million, the business volume* grew by 5.9% to € 172.1 million, reflecting strong and steady growth in sales of La Galerie's partners (up 50.9% to € 48.9 million).

Improved profitability due to actions initiated and La Galerie's growing contribution

Gross profit was € 22.8 million. This accounted for 17.9% of sales, which was 1.1 percentage points higher than in the 1st half of the 2010/11 financial year, representing a historic high level for the Group. This operational performance was particularly due to the growing significance of La Galerie in the Group's business model and to revenues generated by the advertising agency.

The average commission rate charged by La Galerie increased from 7.5% to 7.9% during the period. This data further confirms the Group's capacity to generate growth on two fronts, i.e. in business volume and the commission rate, thereby generating exponential growth in La Galerie's profitability.

* See Glossary at end of document

External charges stabilised at € 13.7 million during two consecutive half-year periods. Personnel costs decreased by 7.7%, thus reflecting a year-on-year decline in the average workforce from 314 to 271 employees.

Profit from recurring operations was € 0.3 million, compared to a loss of € 0.4 million in the 1st half of the previous financial year.

Therefore, a net profit of € 0.2 million was achieved, compared to a net loss of € 2.4 million in the 1st half of the previous year.

At 30 September 2011, equity amounted to € 34.3 million, compared to € 30.6 million a year earlier. The net cash position was € 18.7 million. The Group remains debt-free.

Working capital requirements decreased by € 0.8 million during the first half. The net cash flow from operating activities was € 1.1 million, which was higher than the € 0.5 million achieved in the 1st half of 2010/11.

The net cash flow used in investing activities was stable compared to the same period of the previous year, at € 0.5 million, compared to € 0.6 million.

Outlook

The first half of the year showed a clear improvement in profitability, as well as a sales recovery.

The Christmas and New Year season, a key period for shaping up full-year profitability, looks promising despite depressed consumer spending in traditional retail:

- 3 million French people will make their first online purchase this Christmas
- The total value of gifts purchased online will significantly increase in 2011 compared to 2010.

Against this background, the Group confirms its full-year target.

Recent events relating to the draft takeover on the shares in RueDuCommerce launched by Altacom, recommended by the Board of Directors

On 23 November 2011, the Board of Directors of the Company held a meeting chaired by Gauthier Picquart with a view to reviewing the draft takeover bid and issue a qualified opinion on the whether the bid is in the interest of the Company, its shareholders and its employees, in accordance with the provisions of Article 231-19 of the AMF's General Regulations.

The draft prospectus in response to the bid is available on the AMF (www.amf-france.org) and RueduCommerce (www.rueducommerce.fr) websites and is available free of charge on request from RueduCommerce, 44-50 avenue du Capitaine Glarner, 93585 Saint-Ouen cedex, France and Natixis, 30, avenue Pierre Mendès France, 75013 Paris, France.

Shareholders' agenda 2011-2012 (publication after close of trading)

26 January 2012: 3rd quarter sales

Glossary

Business volume: includes consolidated sales of products and services distributed by the Company, plus sales of La Galerie's partners.

Overall Group Traffic: the number of visits, i.e. the number of individual sessions initiated by all visitors to Group websites over the past 12 months.

About RueDuCommerce

Established 12 years ago, RueDuCommerce is the leading independent e-commerce Group quoted on the Paris Stock Exchange.

The RueDuCommerce Group:

- Includes 4 flagship brands: RueDuCommerce.com, TopAchat.com, Clust.com and Alapage.com
- Was visited more than 170 million times over the past 12 months
- Has a customer base of more than 8 million
- Markets almost 2 million products from a product offering extending to High Tech, Beauty, Fashion, Electrical Goods, Toys and Games, Sport, DIY and Cultural Goods.

As the only ISO 9001-certified after-sales-service French e-commerce website, RueDuCommerce was voted best high tech product website by web users in 2009.

The Group is listed on Compartment C of the NYSE Euronext Paris Stock Exchange
(ISIN: FR0004053338 – Ticker: RDC)

Please visit our website for more information: www.rueducommerce.com/corporate

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RueDuCommerce Group
Consolidated income statement (€ thousands)
Approved by the Board of Directors

	6 months	12 months	6 months
	30/09/2010	31/03/2011	30/09/2011
Net sales	132,487	312,445	127,051
of which Merchandise sales	123,620	290,783	116,705
of which Provision of services	8,867	21,662	10,346
Other revenue from ordinary activities	78	86	7
Purchases consumed	(110,310)	(259,941)	(104,303)
Gross profit	22,255	52,590	22,755
Personnel costs	(7,211)	(13,970)	(6,656)
External costs	(13,598)	(31,046)	(13,731)
Taxes and duties	(614)	(1,287)	(574)
Amortisation and depreciation charges	(646)	(1,424)	(629)
Impairment and net provision charges	(654)	(1,107)	(751)
Other income from ordinary activities	93	99	27
Other expenses from ordinary activities	(55)	(297)	(187)
Profit/(loss) from recurring operations	(429)	3,558	255
Other operating income	0	0	0
Other operating expenses	(1,993)	(1,992)	0
Operating profit/(loss)	(2,422)	1,566	255
Income from cash and cash equivalents	32	175	119
Gross cost of financial debt	0	(2)	(2)
Net financial income	32	173	118
Other financial income	72	170	38
Other financial expenses	(114)	(187)	(79)
Pre-tax profit/(loss)	(2,432)	1,723	331
Income tax	0	(566)	(127)
Net profit/(loss) from continuing ordinary activities	(2,432)	1,157	205
Profit from discontinued operations	0	0	0
Net profit/(loss) for the period	(2,432)	1,157	205
Group share	(2,432)	1,157	205
Minority interests			
	30/09/2010	31/03/2011	30/09/2011
Average number of shares outstanding	11,089,748	11,089,748	11,089,748
Earnings/(loss) per share	(0.22)	0.10	0.02
Dilution: potential number of new shares	11,688,048	11,588,448	11,551,148
Diluted earnings/(loss) per share	(0.21)	0.10	0.02

RueDuCommerce Group
Consolidated balance sheet (€ thousands)
Approved by the Board of Directors

ASSETS	30/09/2010	31/03/2011	30/09/2011
Goodwill	91	91	91
Intangible assets	771	396	283
Property, facilities and equipment	1,385	1,124	1,086
Long-term investments	327	314	336
Deferred tax assets	117	105	112
Other non-current assets	0	0	0
NON-CURRENT ASSETS	2,691	2,030	1,908
Inventories	28,711	20,892	24,230
Trade receivables (net)	15,895	17,614	15,921
Other receivables and accruals	7,711	10,207	10,365
Cash and cash equivalents	17,684	18,035	18,742
CURRENT ASSETS	70,000	66,748	69,258
TOTAL ASSETS	72,691	68,777	71,166

EQUITY AND LIABILITIES	30/09/2010	31/03/2011	30/09/2011
Share capital	2,772	2,772	2,772
Share premium	23,551	23,346	23,440
Consolidated reserves	6,746	6,750	7,898
Net profit/(loss) for the period	(2,432)	1,156	205
EQUITY	30,637	34,024	34,316
Financial debt (non-current portion)	0	0	0
Deferred tax liabilities	171	42	7
Provision for liabilities and charges	1,427	543	594
Other non-current liabilities	0	0	0
NON-CURRENT LIABILITIES	1,598	585	601
Financial debt (current portion)	24	42	96
Trade payables (net)	31,604	22,160	25,809
Other payables and accruals	8,829	11,965	10,345
CURRENT LIABILITIES	40,456	34,167	36,250
TOTAL EQUITY AND LIABILITIES	72,691	68,777	71,166

RueDuCommerce Group
Consolidated cash flow statement (€ thousands)
Approved by the Board of Directors

	30/09/2010	31/03/2011	30/09/2011
Consolidated net profit of companies included in Group structure	(2,432)	1,156	205
Attributable to minority interests	0	0	0
Consolidated net profit/(loss), including portion attributable to minority interests	(2,432)	1,156	205
+ / - amortisation, depreciation and provision charges	1,218	1,003	952
+ / - expense (income) relating to stock options	112	(82)	63
+ / - (capital gains (losses) on disposals	16	21	(8)
+ / - other income and expenses	0	0	0
Free cash flow after net cost of financial debt and income tax charge	(1,085)	2,098	1,211
+ / - net cost of financial debt	(32)	173	(119)
+ / - income tax charge (including deferred taxation) (increase)/decrease	0	567	127
Free cash flow before net cost of financial debt and income tax charge	(1,117)	2,838	1,219
+ / - taxes paid/refunded	1,050	970	(920)
+ / - change in working capital requirements from operations	550	(2,628)	757
Net cash flow from operating activities	483	1,179	1,056
Purchase of PFE and intangible assets	(553)	(745)	(479)
Proceeds from disposal of PFE and intangible assets	0	50	0
Change in loans and advances granted	(6)	7	(23)
+ / - impact of changes in Group structure	0	0	0
Net cash flow used in investing activities	(559)	(688)	(501)
+ / - proceeds from issuance of share capital	0	0	0
- cash dividends paid to equity holders of the parent company	0	0	0
- cash dividends paid to minority interests	0	0	0
+ / - buyback of treasury shares	(21)	(31)	32
Lease repayments	0	0	0
+ / - translation adjustment	0	0	0
+ / - movements in current accounts	0	0	0
+ / - proceeds from new borrowings and repayment borrowings	0	0	0
Net financial income	32	(173)	119
Net cash flow from/(used) in financing activities	11	(205)	151
Total change in cash and cash equivalents	(64)	287	705
Opening balance	17,748	17,748	18,036
Closing balance	17,684	18,036	18,742
Total change in cash and cash equivalents	(64)	287	705