

SHAW COMMUNICATIONS INC
Form 6-K
October 25, 2012

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER
THE SECURITIES EXCHANGE ACT OF 1934**

For the month of October 2012

Commission File Number: 001-14684

Shaw Communications Inc.

(Translation of registrant's name into English)

Suite 900, 630 3rd Avenue S.W., Calgary, Alberta T2P 4L4 (403) 750-4500

(Address of principal executive offices)

Edgar Filing: SHAW COMMUNICATIONS INC - Form 6-K

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

The information contained in this report on Form 6-K and any exhibits hereto shall be deemed filed with the Securities and Exchange Commission (SEC) solely for purpose of being and hereby are incorporated by reference into and as part of the Registration Statement on Form F-10 (File No. 333-170416) filed by the registrant under the Securities Act of 1933, as amended.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Shaw Communications Inc.

Date: October 25, 2012

By: /s/ Steve Wilson
Name: Steve Wilson
Title: Sr. V.P., Chief Financial Officer

Shaw Communications Inc.

MANAGEMENT'S DISCUSSION AND ANALYSIS

AUGUST 31, 2012

October 25, 2012

Certain statements in this report may constitute forward-looking statements. Included herein is a **Caution Concerning Forward-Looking Statements** section which should be read in conjunction with this report.

The following Management's Discussion and Analysis (MD&A) should also be read in conjunction with the unaudited interim consolidated Financial Statements and Notes thereto of the current quarter, the 2011 Annual MD&A included in the Company's August 31, 2011 Annual Report including the Consolidated Financial Statements and the Notes thereto.

The financial information presented herein has been prepared on the basis of International Financial Reporting Standards (IFRS) for interim financial statements and is expressed in Canadian dollars unless otherwise stated. The amounts in this MD&A and the Company's interim financial statements for the period ended August 31, 2011 have been restated to reflect the adoption of IFRS, with effect from September 1, 2010. Periods prior to September 1, 2010 have not been restated and are prepared in accordance with Canadian GAAP. Refer to note 15 of the August 31, 2012 interim financial statements for a summary of the differences between the financial statements previously prepared under Canadian GAAP and to those under IFRS.

CONSOLIDATED RESULTS OF OPERATIONS

FOURTH QUARTER ENDING AUGUST 31, 2012

Selected Financial Highlights

(\$millions Cdn except per share amounts)	Three months ended August 31,			Year ended August 31,		
	2012	2011	Change %	2012	2011	Change %
Operations:						
Revenue	1,210	1,181	2.5	4,998	4,741	5.4
Operating income before amortization ⁽¹⁾	501	481	4.2	2,127	2,051	3.7
Operating margin ⁽¹⁾	41.4%	40.7%	0.7	42.6%	43.3%	(0.7)
Funds flow from continuing operations ⁽²⁾	355	356	(0.3)	1,299	1,433	(9.4)
Net income from continuing operations	133	167	(20.4)	761	559	36.1
Per share data:						
Earnings per share from continuing operations						
Basic	0.28	0.37		1.62	1.23	
Diluted	0.28	0.37		1.61	1.23	
Weighted average participating shares outstanding during period (millions)						
	443	436		441	435	

(1) See definitions and discussion under Key Performance Drivers in MD&A.

(2) Funds flow from continuing operations is before changes in non-cash working capital balances related to continuing operations as presented in the unaudited interim Consolidated Statements of Cash Flows.

Shaw Communications Inc.

Subscriber Highlights

	Total August 31, 2012	Three months ended August 31, 2012	Growth Year ended August 31,		
			2011	2012	
Subscriber statistics:					
Basic cable customers	2,219,072	(16,474)	(16,207)	(70,703)	(50,988)
Digital customers	1,917,857	(7,907)	49,548	98,469	166,369
Internet customers (including pending installs)	1,912,230	6,062	13,528	34,999	54,217
Digital phone lines (including pending installs)	1,363,744	24,185	22,776	130,703	136,534
DTH customers	910,023	1,155	806	1,140	3,087

Consolidated Overview

Consolidated revenue of \$1.21 billion for the current quarter compares to \$1.18 billion for the same period last year. Revenue for the twelve month period of \$5.0 billion improved 5.4% over last year. Both current periods benefitted from rate increases in the Cable and Satellite divisions while the annual period also included a full twelve months of revenue from Shaw Media.

Consolidated operating income before amortization for the three month period of \$501 million improved 4.2% compared to the same period last year. The revenue related growth in the Cable and Satellite divisions was partially reduced by higher programming and employee related amounts. Both divisions also benefitted from lower sales and marketing related costs in the current quarter. Media was up due to higher revenues and lower programming costs. On an annual basis operating income before amortization improved 3.7% to \$2.13 billion primarily due to the current period including a full twelve months of the Media division.

Net income from continuing operations was \$133 million and \$761 million for the three and twelve months ended August 31, 2012, respectively, compared to \$167 million and \$559 million for the same periods last year. Non-operating items affected net income in all periods. The prior quarterly period included a gain on the redemption of US\$ senior notes while the prior annual period also included a charge of \$139 million for the discounted value of the CRTC benefit obligation related to the Media acquisition, as well as business acquisition, integration and restructuring expenses of \$91 million. Outlined below are further details on these and other operating and non-operating components of net income from continuing operations for each period.

Shaw Communications Inc.

(\$millions Cdn)	Year ended			Year ended		
	August 31, 2012	Operating	Non- operating	August 31, 2011	Operating	Non- operating
Operating income	1,319	1,319		1,316	1,316	
Amortization of financing costs long-term debt	(5)	(5)		(4)	(4)	
Interest expense	(330)	(330)		(332)	(332)	
Gain on redemption of debt				33		33
CRTC benefit obligations	(2)		(2)	(139)		(139)
Business acquisition, integration and restructuring expenses				(91)		(91)
Gain on remeasurement of interests in equity investments	6		6			
Gain (loss) on derivative instruments	1		1	(22)		(22)
Accretion of long-term liabilities and provisions	(14)		(14)	(15)		(15)
Foreign exchange gain on unhedged long-term debt				17		17
Equity income from associates				14		14
Other gains				11		11
Income (loss) before income taxes	975	984	(9)	788	980	(192)
Current income tax expense (recovery)	257	282	(25)	220	240	(20)
Deferred income tax expense (recovery)	(43)	(58)	15	9	23	(14)
Net income (loss) from continuing operations	761	760	1	559	717	(158)

(\$millions Cdn)	Three months ended			Three months ended		
	August 31, 2012	Operating	Non- operating	August 31, 2011	Operating	Non- operating
Operating income	292	292		296	296	
Amortization of financing costs long-term debt	(2)	(2)		(1)	(1)	
Interest expense	(83)	(83)		(88)	(88)	
Gain on redemption of debt				23		23
Business acquisition, integration and restructuring expenses				(1)		(1)
Gain on derivative instruments				4		4
Accretion of long-term liabilities and provisions	(3)		(3)	(4)		(4)
Foreign exchange loss on unhedged long-term debt				(6)		(6)
Equity loss from associates	(1)		(1)			
Other gains	2		2	4		4
Income (loss) before income taxes	205	207	(2)	227	207	20
Current income tax expense (recovery)	60	64	(4)	53	46	7
Deferred income tax expense (recovery)	12	(10)	22	7	8	(1)
Net income (loss) from continuing operations	133	153	(20)	167	153	14

Shaw Communications Inc.

The changes in net income from continuing operations are outlined in the table below.

<i>(Millions Cdn)</i>	August 31, 2012 net income from continuing operations compared to:		
	Three months ended May 31, 2012	August 31, 2011	Year ended August 31, 2011
Increased (decreased) operating income before amortization	(66)	20	76
Increased amortization	(12)	(25)	(74)
Decreased (increased) interest expense	(1)	5	2
Change in net other costs and revenue ⁽¹⁾	(5)	(22)	183
Decreased (increased) income taxes	(31)	(12)	15
	(115)	(34)	202

⁽¹⁾ Net other costs and revenue includes gain on redemption of debt, CRTC benefit obligations, business acquisition, integration and restructuring expenses, gain on remeasurement of interests in equity investments, gain (loss) on derivative instruments, accretion of long-term liabilities and provisions, foreign exchange gain (loss) on unhedged long-term debt, equity income (loss) from associates and other gains as detailed in the unaudited interim Consolidated Statements of Income.

Basic earnings per share were \$0.28 and \$1.62 for the three and twelve months, respectively, compared to \$0.37 and \$1.23 in the same periods last year. In the current quarter, improved operating income before amortization of \$20 million was offset by increases in amortization, net other costs and revenue, and income taxes, of \$25 million, \$22 million, and \$12 million, respectively. The change in net other costs and revenue related to a gain realized in the prior year on the redemption of certain US\$ senior notes and the higher taxes included an amount related to the indefinite postponement of previously enacted tax rate reductions in Ontario. The annual increase was primarily due to the favourable change in net other costs and revenue of \$183 million along with improved operating income before amortization of \$76 million and lower income taxes of \$15 million. The change in net other costs and revenue was primarily due to amounts included in the prior year related to the CRTC benefit obligation and various acquisition, integration and restructuring costs. Operating income before amortization was up in the current period due to the inclusion of Shaw Media for the full twelve months and the lower taxes included a tax recovery related to the resolution of certain tax matters with CRA. These improvements were partially reduced by increased amortization of \$74 million.

Net income in the current quarter declined \$115 million compared to the third quarter of fiscal 2012 driven by lower operating income before amortization of \$66 million primarily due to seasonality in the Media business, and increased income taxes of \$31 million. The higher taxes included an amount related to the indefinite postponement of previously enacted tax rate reductions in Ontario.

Free cash flow for the quarter and annual periods of \$103 million and \$482 million, respectively, compared to \$49 million and \$617 million in the same periods last year. The improvement in the current quarter was primarily due to reduced capital investment of \$61 million as well as improved operating income before amortization. The lower annual amount was mainly due to higher capital investment of \$92 million related to the strategic initiatives and customer equipment subsidies, as well as increased cash taxes of \$42 million. Annual improved operating income before amortization of \$76 million in the current period was offset by various items including higher CRTC benefit funding, interest, preferred share dividends, and non-controlling interest entitlements.

Shaw Communications Inc.

On July 11, 2012 an electrical fire occurred at Shaw Court in Calgary causing significant water damage to the building. No injuries resulted and full operations were resumed within a very short period of time. Also, within days, all 900 displaced employees were relocated to seven Shaw buildings across Calgary, mainly at the Shaw Campus. Due to the extent of the damage, the building is going through an extensive renovation, a portion of which will be funded through insurance recoveries. In the current quarter a loss of \$26 million was reflected in Other gains and includes \$6 million of costs in respect of restoration and recovery activities, including amounts incurred in the relocation of employees, and an asset write-down of \$20 million related to the damages sustained to the building and its contents. Insurance recoveries will be included in Other gains as claims are approved. No insurance recoveries were recorded in the fourth quarter.

Key Performance Drivers

The Company's continuous disclosure documents may provide discussion and analysis of non-IFRS financial measures. These financial measures do not have standard definitions prescribed by IFRS and therefore may not be comparable to similar measures disclosed by other companies. The Company's continuous disclosure documents may also provide discussion and analysis of additional GAAP measures. Additional GAAP measures include line items, headings, and sub-totals included in the financial statements. The Company utilizes these measures in making operating decisions and assessing its performance. Certain investors, analysts and others, utilize these measures in assessing the Company's operational and financial performance and as an indicator of its ability to service debt and return cash to shareholders. The non-IFRS financial measures and additional GAAP measures have not been presented as an alternative to net income or any other measure of performance required by IFRS.

The following contains a listing of non-IFRS financial measures and additional GAAP measures used by the Company and provides a reconciliation to the nearest IFRS measure or provides a reference to such reconciliation.

Operating income before amortization and operating margin

Operating income before amortization is calculated as revenue less operating, general and administrative expenses and is presented as a sub-total line item in the Company's unaudited interim Consolidated Statements of Income. It is intended to indicate the Company's ability to service and/or incur debt, and therefore it is calculated before amortization (a non-cash expense) and interest. Operating income before amortization is also one of the measures used by the investing community to value the business. Operating margin is calculated by dividing operating income before amortization by revenue.

Free cash flow

The Company utilizes this measure to assess the Company's ability to repay debt and return cash to shareholders.

Free cash flow is calculated as operating income before amortization, less interest, cash taxes paid or payable, capital expenditures (on an accrual basis and net of proceeds on capital dispositions) and equipment costs (net), adjusted to exclude share-based compensation expense, less cash amounts associated with funding the new and assumed CRTC benefit obligations related to the acquisition of Shaw Media as well as excluding non-controlling interest amounts that are consolidated in the operating income before amortization, capital expenditure and cash tax amounts. Free cash flow also includes changes in receivable related balances with respect to customer equipment financing transactions as a cash item, and is adjusted for cash funding of pension amounts net of pension expense. Dividends paid on the Company's Cumulative Redeemable Rate Reset Preferred Shares are also deducted.

Shaw Communications Inc.

Commencing in 2012 free cash flow has not been reported on a segmented basis. Certain components of free cash flow including operating income before amortization, capital expenditures (on an accrual basis net of proceeds on capital dispositions) and equipment costs (net), CRTC benefit obligation funding, and non-controlling interest amounts continue to be reported on a segmented basis. Other items, including interest and cash taxes, are not generally directly attributable to a segment, and are reported on a consolidated basis.

Free cash flow is calculated as follows:

	Three months ended August 31,			Year ended August 31,		
	2012	2011 ⁽²⁾	Change %	2012	2011 ⁽²⁾	Change %
<i>(\$millions Cdn)</i>						
Revenue						
Cable	803	784	2.4	3,193	3,096	3.1
Satellite	213	207	2.9	844	827	2.1
Media	217	210	3.3	1,053	891	18.2
	1,233	1,201	2.7	5,090	4,814	5.7
Intersegment eliminations	(23)	(20)	15.0	(92)	(73)	26.0
	1,210	1,181	2.5	4,998	4,741	5.4
Operating income before amortization ⁽¹⁾						
Cable	396	396		1,502	1,510	(0.5)
Satellite	77	73	5.5	293	289	1.4
Media	28	12	>100.0	332	252	31.7
	501	481	4.2	2,127	2,051	3.7
Capital expenditures and equipment costs (net):						
Cable	184	223	(17.5)	810	709	14.2
Satellite	27	49	(44.9)	94	107	(12.1)
Media	13	13		31	27	14.8
Total as per Note 3 to the unaudited interim Consolidated Financial Statements	224	285	(21.4)	935	843	10.9
Free cash flow before the following	277	196	41.3	1,192	1,208	(1.3)
Less:						
Interest	(83)	(84)	(1.2)	(329)	(312)	5.4
Cash taxes	(64)	(46)	39.1	(282)	(240)	17.5
Other adjustments:						
Non-cash share-based compensation	1	3	(66.7)	6	10	(40.0)
CRTC benefit obligation funding	(17)	(15)	13.3	(48)	(30)	60.0
Non-controlling interests	(4)	(3)	33.3	(34)	(20)	70.0
Pension adjustment	1	4	(75.0)	12	16	(25.0)
Customer equipment financing	(4)	(6)	(33.3)	(20)	(15)	33.3
Preferred share dividends	(4)		>100.0	(15)		>100.0
Free cash flow ⁽¹⁾	103	49	>100.0	482	617	(21.9)

Operating margin ⁽¹⁾

Edgar Filing: SHAW COMMUNICATIONS INC - Form 6-K

Cable	49.3%	50.5%	(1.2)	47.0%	48.8%	(1.8)
Satellite	36.2%	35.3%	0.9	34.7%	34.9%	(0.2)
Media	12.9%	5.7%	7.2	31.5%	28.3%	3.2

(1) See definitions and discussion under Key Performance Drivers in MD&A.

(2) Restated to reflect changes in the calculation related to the pension adjustment and customer equipment financing.

Shaw Communications Inc.

CABLE

FINANCIAL HIGHLIGHTS

	Three months ended August 31,			Year ended August 31,		
	2012	2011	Change %	2012	2011	Change %
<i>(Millions Cdn)</i>						
Revenue	803	784	2.4	3,193	3,096	3.1
Operating income before amortization ⁽¹⁾	396	396		1,502	1,510	(0.5)
Capital expenditures and equipment costs (net):						
New housing development	25	23	8.7	100	88	13.6
Success based	42	58	(27.6)	250	207	20.8
Upgrades and enhancement	79	92	(14.1)	322	278	15.8
Replacement	9	14	(35.7)	41	47	(12.8)
Buildings and other	29	36	(19.4)	97	89	9.0
Total as per Note 3 to the unaudited interim Consolidated Financial Statements	184	223	(17.5)	810	709	14.2
Operating margin ⁽¹⁾	49.3%	50.5%	(1.2)	47.0%	48.8%	(1.8)

(1) See definitions and discussion under Key Performance Drivers in MD&A.

Operating Highlights

Digital Phone lines increased 24,185 during the three month period to 1,363,744 and Internet customers were up 6,062 totaling 1,912,230 as at August 31, 2012. During the quarter Basic and Digital Cable subscribers decreased 16,474 and 7,907, respectively. Cable revenue for the three and twelve months of \$803 million and \$3.19 billion improved 2.4% and 3.1%, respectively, over the comparable periods. Rate increases and customer growth in Internet and Digital Phone, including Business growth, partially offset by lower Basic cable subscribers, accounted for the improvement.

Operating income before amortization of \$396 million for the quarter was consistent with the same period last year. Revenue related improvements and lower marketing and sales expenses were offset by higher programming amounts, related to new services and increased rates as contracts were renewed, and higher employee related amounts, mainly related to annual merit increases and employee growth to enhance customer service initiatives.

Operating income before amortization for the annual period declined modestly over the prior year. The revenue related improvement was offset by higher employee related amounts, programming costs, and various other expenses.

Revenue was up 1.1% compared to the third quarter of fiscal 2012 primarily due to rate increases, lower promotional activity and Digital Phone growth, the total of which was partially offset by lower Basic cable subscribers. Operating income before amortization improved \$19 million over this same period due to the revenue related growth and certain lower expenses. Margin improved from 47.5% in the third quarter to 49.3%.

Total capital investment of \$184 million in the current quarter decreased \$39 million over the same period last year. Annual spend increased \$101 million over the comparable period.

Shaw Communications Inc.

Success-based capital declined \$16 million compared to the prior year quarter. The decrease was primarily due to lower video equipment rentals partially offset by higher subsidies on video equipment sales. For the annual period, success-based capital was up \$43 million over last year. The increase was primarily due to higher subsidies on sales of HDPVRs resulting from increased volumes and lower customer pricing, and investment in DOCSIS 3.0 WiFi internet modems, partially offset by lower HDPVR rentals and phone modem purchases.

Investment in Upgrades and enhancement and Replacement categories combined decreased \$18 million compared to the same quarter last year. The decline was due to lower spend on residential telephony infrastructure and licensing, reduced activity on core network capacity upgrades and lower vehicle purchases. Expenditures for the current annual period increased \$38 million and included higher spending on hub upgrades, network electronics related to the DNU, Digital Phone infrastructure to support Business growth, as well as investment related to the strategic WiFi build.

Investment in Buildings and other declined \$7 million over the comparable three month period while annual spend increased \$8 million. The current quarter decrease was primarily due to lower spend on back office infrastructure replacement projects while the annual increase was mainly due to facility investment related to the Calgary data centre, customer service centres and new retail locations. The prior year also benefitted from proceeds from the sale of redundant real estate assets.

Spending in New housing development increased \$2 million and \$12 million, respectively, over the comparable three and twelve month periods mainly due to higher activity.

Shaw recently introduced content offerings for its TV Everywhere application with the introduction of Shaw Go. The Movie Central Go app for Apple devices provides access to current and library content for Shaw customers who subscribe to Movie Central programming, including HBO Canada titles. The app provides several features that enhance the user experience, including intelligent streaming, which provides the most optimal video quality based on Internet connection speed, and video bookmarking, which allows customers to stop and resume video playback at their convenience. The NFL Sunday Ticket Go app provides Shaw NFL Sunday Ticket subscribers with live broadcasts of up to 14 NFL regular season games along with interactive features, such as instant replay and play-by-play summaries. Shaw customers have the added benefit of being able to access content on Shaw's WiFi network.

Shaw Communications Inc.

Subscriber Statistics

	August 31, 2012	August 31, 2011	August 31, 2012			
			Three months ended Growth	Change %	Year ended Growth	Change %
CABLE:						
Basic service:						
Actual	2,219,072	2,289,775	(16,474)	(0.7)	(70,703)	(3.1)
Penetration as % of homes passed	56.0%	59.0%				
Digital customers	1,917,857	1,819,388	(7,907)	(0.4)	98,469	5.4
INTERNET:						
Connected and scheduled	1,912,230	1,877,231	6,062	0.3	34,999	1.9
Penetration as % of basic	86.2%	82.0%				
Standalone Internet not included in basic cable	225,639	217,068	9,085	4.2	8,571	3.9
DIGITAL PHONE:						
Number of lines ⁽¹⁾	1,363,744	1,233,041	24,185	1.8	130,703	10.6

(1) Represents primary and secondary lines on billing plus pending installs.

SATELLITE (DTH and Satellite Services)

FINANCIAL HIGHLIGHTS

	Three months ended August 31,			Year ended August 31,		
	2012	2011	Change %	2012	2011	Change %
<i>(\$millions Cdn)</i>						
Revenue						
DTH (Shaw Direct)	193	187	3.2	763	745	2.4
Satellite Services	20	20		81	82	(1.2)
	213	207	2.9	844	827	2.1
Operating income before amortization ⁽¹⁾						
DTH (Shaw Direct)	68	62	9.7	254	246	3.3
Satellite Services	9	11	(18.2)	39	43	(9.3)
	77	73	5.5	293	289	1.4
Capital expenditures and equipment costs (net):						
Transponders	2	25	(92.0)	2	25	(92.0)
Success based ⁽²⁾	20	21	(4.8)	81	76	6.6
Buildings and other	5	3	66.7	11	6	83.3
Total as per Note 3 to the unaudited interim Consolidated Financial Statements	27	49	(44.9)	94	107	(12.1)

Operating margin ⁽¹⁾	36.2%	35.3%	0.9	34.7%	34.9%	(0.2)
--	--------------	-------	-----	--------------	-------	-------

(1) See definitions and discussion under Key Performance Drivers in MD&A.

(2) Net of the profit on the sale of satellite equipment as it is viewed as a recovery of expenditures on customer premise equipment.

Operating Highlights

During the quarter Shaw Direct added 1,155 customers and as at August 31, 2012 DTH customers total 910,023

Shaw Communications Inc.

Revenue of \$213 million and \$844 million for the three and twelve month periods, respectively, was up 2.9% and 2.1% over the comparable periods last year. The improvement was primarily due to rate increases. Operating income before amortization of \$77 million and \$293 million for the quarter and annual period improved 5.5% and 1.4%, respectively, over the same periods last year.

Operating income before amortization improved \$1 million over the third quarter of fiscal 2012 primarily due to rate increases partially offset by increased sales and marketing expenses.

Total capital investment of \$27 million and \$94 million for the three and twelve month periods, respectively, decreased over the same periods last year. The decline was primarily due to a deposit for the Anik G1 satellite included in the prior year periods partially offset by higher investment in the current periods on satellite related ground equipment. The launch of the satellite, originally expected to occur this fall, has been delayed as a result of issues experienced on an unrelated satellite launch, and Anik G1 is now expected to launch early in calendar 2013.

In June, Shaw Direct started offering a video on demand service using adaptive streaming technology through the satellite receiver. This new internet based service currently has over 3,000 movie and TV titles available. In addition, with their television subscription package, Shaw Direct customers now have access to the Shaw Go Apps, including the recently launched Movie Central Go and NFL Sunday Ticket Go.

Subscriber Statistics

	August 31, 2012	August 31, 2011	August 31, 2012			
			Three months ended	Change	Year ended	Change
			Growth	%	Growth	%
DTH customers ⁽¹⁾	910,023	908,883	1,155	0.1	1,140	0.1

⁽¹⁾ Including seasonal customers who temporarily suspend their service.

Shaw Communications Inc.

MEDIA

FINANCIAL HIGHLIGHTS

	Three months ended August 31,			Year ended	Period from	
	2012	2011	Change%	August 31, 2012	October 27, 2010 to August 31, 2011	Change %
<i>(\$millions Cdn)</i>						
Revenue	217	210	3.3	1,053	891	18.2
Operating income before amortization ⁽¹⁾	28	12	>100.0	332	252	31.7
Capital expenditures:						
Broadcast and transmission	5	8	(37.5)	12	15	(20.0)
Buildings and other	8	5	60.0	19	12	58.3
Total as per Note 3 to the unaudited interim Consolidated Financial Statements	13					