FC31285

FINC6885 104091/20

In accordance with Section 1046 of the Companies Act 2006 & Regulation 4(1) of the Overseas Companies Regulations 2009

OS IN01

Registration of an overseas company opening a UK establishment

A fee is payable with this form
Please see 'How to pay' on the last page

TUESDAY

THURSDAY

WEDNESDAY

A24YR5GX
A03 26/03/2013 #63
COMPANIES HOUSE

A2442CTU
A04 14/03/2013 #199
COMPANIES HOUSE

A214DROY
A45 30/01/2013 #207
COMPANIES HOUSE

✓ **What this form is for**
You may use this form to register a UK establishment.

✗ **What this form is NOT for**
You cannot use this form to change the details of an existing officer or establishment

Part 1 Overseas company details (Name)

For official use

A1 Corporate name of overseas company

Corporate name ❶ Burda Community Network International GmbH

Do you propose to carry on business in the UK under the corporate name as incorporated in your home state or country, or under an alternative name?

→ To register using your corporate name, go to **Section A3**
→ To register using an alternative name, go to **Section A2**

→ **Filling in this form**
Please complete in typescript (10pt or above), or in bold black capitals

All fields are mandatory unless specified or indicated by *

❶ This must be the corporate name in the home state or country in which the company is incorporated

A2 Alternative name of overseas company *

Please show the alternative name that the company will use to do business in the UK

Alternative name (if applicable) ❷

❷ A company may register an alternative name under which it proposes to carry on business in the United Kingdom under Section 1048 of the Companies Act 2006 Once registered it is treated as being its corporate name for the purposes of law in the UK

A3 Overseas company name restrictions ❸

This section does not apply to a European Economic Area (EEA) company registering its corporate name

Please tick the box only if the proposed company name contains sensitive or restricted words or expressions that require you to seek comments of a government department or other specified body

☐ I confirm that the proposed company name contains sensitive or restricted words or expressions and that approval, where appropriate, has been sought of a government department or other specified body and I attach a copy of their response

❸ **Overseas company name restrictions**
A list of sensitive or restricted words or expressions that require consent can be found in guidance available on our website
www.companieshouse.gov.uk

OS IN01

Registration of an overseas company opening a UK establishment

Part 2 Overseas company details

B1 Particulars previously delivered

Have particulars about this company been previously delivered in respect of another UK establishment? ❶

→ No Go to Section B2
→ Yes Please enter the registration number below and then go to Part 5 of the form Please note the original UK establishment particulars must be filed up to date

UK establishment registration number: B R

❶ The particulars are legal form, identity of register, number in registration, director and secretaries details, whether the company is a credit or financial institution, law, governing law, accounting requirements, objects, share capital, constitution, and accounts

B2 Credit or financial institution

Is the company a credit or financial institution? ❷

☐ Yes
☑ No

❷ Please tick one box.

B3 Company details

If the company is registered in its country of incorporation, please enter the details below

Legal form ❸	GmbH (Private Limited)
Country of incorporation *	Germany
Identity of register in which it is registered ❹	Freiburg, i B
Registration number in that register	H R B 7 0 2 6 2 2

❸ Please state whether or not the company is limited Please also include whether the company is a private or public company if applicable

❹ This will be the registry where the company is registered in its parent country

B4 EEA or non-EEA member state

Was the company formed outside the EEA?

→ Yes Complete Sections B5 and B6
→ No Go to Section B6

B5 Governing law and accounting requirements

Please give the law under which the company is incorporated.

Governing law ❺

❺ This means the relevant rules or legislation which regulates the incorporation of companies in that state

Is the company required to prepare, audit and disclose accounting documents under parent law?

→ Yes Complete the details below
→ No Go to Part 3

OS IN01

Registration of an overseas company opening a UK establishment

Please give the period for which the company is required to prepare accounts by parent law

From d d m m

To d d m m

Please give the period allowed for the preparation and public disclosure of accounts for the above accounting period

Months

B6 Latest disclosed accounts

Are copies of the latest disclosed accounts being sent with this form? Please note if accounts have been disclosed, a copy must be sent with the form, and, if applicable, with a certified translation ❶

☑ Yes

Please indicate what documents have been disclosed

☑ Please tick this box if you have enclosed a copy of the accounts.

☑ Please tick this box if you have enclosed a certified translation of the accounts

☐ Please tick this box if no accounts have been disclosed

❶ Please tick the appropriate box(es)

OS IN01

Registration of an overseas company opening a UK establishment

Part 3 Constitution

C1 Constitution of company

The following documents must be delivered with this application
- Certified copy of the company's constitution and, if applicable, a certified translation.

Please tick the appropriate box(es) below

☑ I have enclosed a certified copy of the company's constitution ❶

☑ I enclose a certified translation, if applicable ❷

❶ A certified copy is defined as a copy certified as correct and authenticated by - the secretary or a director of the company, permanent representative, administrator, administrative receiver, receiver manager, receiver and liquidator

❷ A certified translation into English must be authenticated by the secretary or a director of the company, permanent representative, administrator, administrative receiver, receiver manager, receiver and liquidator

C2 EEA or non-EEA member state

Was the company formed outside the EEA?

→ **Yes** Go to **Section C3.**

→ **No** Go to **Part 4** 'Officers of the company'

C3 Constitutional documents

Are all of the following details in the copy of the constitutional documents of the company?
- Address of principal place of business or registered office in home country of incorporation
- Objects of the Company
- Amount of issued share capital

→ **Yes** Go to **Part 4** 'Officers of the company'

→ **No** If any of the above details are not included in the constitutional documents, please enter them in **Section C4**

The information is not required if it is contained within the constitutional documents accompanying this registration

C4 Information not included in the constitutional documents

Please give the address of principal place of business or registered office in the country of incorporation ❸

Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

Please give the objects of the company and the amount of issued share capital

Objects of the company ❹	
Amount of issued share capital ❺	

❸ This address will appear on the public record

❹ Please give a brief description of the company's business

❺ Please specify the amount of shares issued and the value

Part 4 Officers of the company

Have particulars about this company been previously delivered in respect of another UK establishment?

→ **Yes** Please ensure you entered the registration number in **Section B1** and then go to **Part 5** of this form
→ **No** Complete the officer details

For a secretary who is an individual, go to **Section D1**, for a corporate secretary, go to **Section E1**, for a director who is an individual, go to **Section F1**, or for a corporate director, go to **Section G1**

Continuation pages
Please use a continuation page if you need to enter more officer details.

Secretary

D1 Secretary details ❶

Use this section to list all the secretaries of the company
Please complete **Sections D1-D3** **For a corporate secretary, complete Sections E1-E5** Please use a continuation page if necessary.

Full forename(s)	Andreas
Surname	Schilling
Former name(s) ❷	

❶ **Corporate details**
Please use Sections E1-E5 to enter corporate secretary details.

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes during the period of this return Married women do not need to give former names unless previously used for business purposes

D2 Secretary's service address ❸

Building name/number	
Street	Hubert-Burda Platz 1
Post town	Offenburg
County/Region	
Postcode	77652
Country	Germany

❸ **Service address**
This is the address that will appear on the public record This does not have to be your usual residential address

If you provide your residential address here it will appear on the public record

D3 Secretary's authority

Please enter the extent of your authority as secretary Please tick one box.

Extent of authority

☐ Limited ❹
☑ Unlimited

Description of limited authority, if applicable

Are you authorised to act alone or jointly? Please tick one box

☑ Alone
☐ Jointly ❺

If applicable, name(s) of person(s) with whom you are acting jointly

❹ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below

❺ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below

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Registration of an overseas company opening a UK establishment

Corporate secretary

E1 **Corporate secretary details** ❶

Use this section to list all the corporate secretaries of the company
Please complete Sections E1-E5 Please use a continuation page if necessary

Name of corporate body or firm	
Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

❶ **Registered or principal address**
This is the address that will appear on the public record This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number

E2 **Location of the registry of the corporate body or firm**

Is the corporate secretary registered within the European Economic Area (EEA)?
→ Yes Complete Section E3 only
→ No Complete Section E4 only

E3 **EEA companies** ❷

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/ firm is registered ❸	
Registration number	

❷ **EEA**
A full list of countries of the EEA can be found in our guidance www.companieshouse.gov uk

❸ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

E4 **Non-EEA companies**

Please give details of the legal form of the corporate body or firm and the law by which it is governed If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the corporate body or firm	
Governing law	
If applicable, where the company/firm is registered ❹	
If applicable, the registration number	

❹ **Non-EEA**
Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

E5 Corporate secretary's authority

	Please enter the extent of your authority as corporate secretary Please tick one box	❶ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below ❷ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below
Extent of authority	☐ Limited ❶ ☐ Unlimited	
Description of limited authority, if applicable		
	Are you authorised to act alone or jointly? Please tick one box	
	☐ Alone ☐ Jointly ❷	
If applicable, name(s) of person(s) with whom you are acting jointly		

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Registration of an overseas company opening a UK establishment

Director

F1 **Director details ❶**

Use this section to list all the directors of the company Please complete **Sections F1-F4. For a corporate director, complete Sections G1-G5** Please use a continuation page if necessary

Full forename(s)	Andreas
Surname	Schilling
Former name(s) ❷	
Country/State of residence ❸	France
Nationality	German
Date of birth	d1 d1 m1 m2 y1 y9 y6 y3
Business occupation (if any) ❹	

❶ **Corporate details**
Please use Sections G1-G5 to enter corporate director details.

❷ **Former name(s)**
Please provide any previous names which have been used for business purposes in the last 20 years Married women do not need to give former names unless previously used for business purposes

❸ **Country/State of residence**
This is in respect of your usual residential address as stated in Section F3

❹ **Business occupation**
If you have a business occupation, please enter here If you do not, please leave blank

F2 **Director's service address ❺**

Building name/number	
Street	Hubert-Burda Platz 1
Post town	Offenburg
County/Region	
Postcode	7 7 5 4 2
Country	Germany

❺ **Service address**
This is the address that will appear on the public record This does not have to be your usual residential address

If you provide your residential address here it will appear on the public record

F4 Director's authority

	Please enter the extent of your authority as director Please tick one box
Extent of authority	☐ Limited ❶ ☑ Unlimited
Description of limited authority, if applicable	
	Are you authorised to act alone or jointly? Please tick one box
	☑ Alone ☐ Jointly ❷
If applicable, name(s) of person(s) with whom you are acting jointly	

❶ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below

❷ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below

OS IN01
Registration of an overseas company opening a UK establishment

Corporate director

G1 Corporate director details ❶

Use this section to list all the corporate directors of the company
Please complete G1-G5 Please use a continuation page if necessary

Name of corporate body or firm

Building name/number

Street

Post town

County/Region

Postcode

Country

❶ **Registered or principal address**
This is the address that will appear on the public record This address must be a physical location for the delivery of documents. It cannot be a PO box number (unless contained within a full address), DX number or LP (Legal Post in Scotland) number

G2 Location of the registry of the corporate body or firm

Is the corporate director registered within the European Economic Area (EEA)?
→ **Yes** Complete **Section G3 only**
→ **No** Complete **Section G4 only**

G3 EEA companies ❷

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register

Where the company/firm is registered ❸

Registration number

❷ **EEA**
A full list of countries of the EEA can be found in our guidance
www companieshouse gov uk

❸ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

G4 Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register

Legal form of the corporate body or firm

Governing law

If applicable, where the company/firm is registered ❹

If applicable, the registration number

❹ **Non-EEA**
Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register

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Registration of an overseas company opening a UK establishment

G5 Corporate director's authority

	Please enter the extent of your authority as corporate director Please tick one box	❶ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below ❷ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below
Extent of authority	☐ Limited ❶ ☐ Unlimited	
Description of limited authority, if applicable		
	Are you authorised to act alone or jointly? Please tick one box	
	☐ Alone ☐ Jointly ❷	
If applicable, name(s) of person(s) with whom you are acting jointly		

Part 5 UK establishment details

H1 Documents previously delivered - constitution

Has the company previously registered a certified copy of the company's constitution with material delivered in respect of another UK establishment?

→ **No** Go to **Section H3**
→ **Yes** Please enter the UK establishment number below and then go to **Section H2**

UK establishment registration number: B R

H2 Documents previously delivered – accounting documents

Has the company previously delivered a copy of the company's accounting documents with material delivered in respect of another UK establishment?

→ **No** Go to **Section H3**
→ **Yes** Please enter the UK establishment number below and then go to **Section H3.**

UK establishment registration number: B R

Sections H3 and H4 must be completed in all cases

H3 Delivery of accounts and reports

Please state if the company intends to comply with accounting requirements with respect to this establishment or in respect of another UK establishment ❶

☑ In respect of this establishment Please go to **Section H4**

☐ In respect of another UK establishment Please give the registration number below, then go to **Section H4**

UK establishment registration number: B R

❶ Please tick the appropriate box

OS IN01

Registration of an overseas company opening a UK establishment

H4 Particulars of UK establishment ❶

Please enter the name and address of the UK establishment

Name of establishment	Burda Community Network International GmbH
Building name/number	1
Street	Fetter Lane
Post town	London
County/Region	
Postcode	E C 4 A 1 B R
Country	

Please give the date the establishment was opened and the business of the establishment

Date establishment opened	d0 d1 m0 m8 y2 y0 y1 y1
Business carried on at the UK establishment	Advertising sales

❶ **Address**
This is the address that will appear on the public record

Part 6 Permanent representative

Please enter the name and address of every person authorised to represent the company as a permanent representative of the company in respect of the UK establishment

J1 Permanent representative's details

Please use this section to list all the permanent representatives of the company
Please complete **Sections J1-J4**

Continuation pages
Please use a continuation page if you need to enter more details

Full forename(s)	Andreas
Surname	Schilling

J2 Permanent representative's service address ❶

Building name/number	Hubert-Burda Platz 1
Street	
Post town	Offenburg
County/Region	
Postcode	7 7 5 4 2
Country	Germany

❶ **Service address**
This is the address that will appear on the public record This does not have to be your usual residential address

If you provide your residential address here it will appear on the public record

J3 Permanent representative's authority

Please enter the extent of your authority as permanent representative
Please tick one box

Extent of authority
☐ Limited ❷
☑ Unlimited

Description of limited authority, if applicable

Are you authorised to act alone or jointly? Please tick one box

☑ Alone
☐ Jointly ❸

If applicable, name(s) of person(s) with whom you are acting jointly

❷ If you have indicated that the extent of your authority is limited, please provide a brief description of the limited authority in the box below

❸ If you have indicated that you are not authorised to act alone but only jointly, please enter the name(s) of the person(s) with whom you are authorised to act below

OS IN01

Registration of an overseas company opening a UK establishment

Part 7 Person authorised to accept service

Does the company have any person(s) in the UK authorised to accept service of documents on behalf of the company in respect of its UK establishment?

→ **Yes** Please enter the name and service address of every person(s) authorised below

→ **No** Tick the box below then go to **Part 8** 'Signature'

☑ If there is no such person, please tick this box

K1 Details of person authorised to accept service of documents in the UK

Please use this section to list all the persons' authorised to accept service below
Please complete **Sections K1-K2**

Continuation pages
Please use a continuation page if you need to enter more details

Full forename(s)	
Surname	

K2 Service address of person authorised to accept service ❶

Building name/number	
Street	
Post town	
County/Region	
Postcode	
Country	

❶ **Service address**
This is the address that will appear on the public record This does not have to be your usual residential address. Please note, a DX address would not be acceptable

OS IN01

Registration of an overseas company opening a UK establishment

Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form The contact information you give will be visible to searchers of the public record

Contact name

Company name

Address

Post town

County/Region

Postcode

Country

DX

Telephone

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The overseas corporate name on the form matches the constitutional documents exactly
- ☐ You have included a copy of the appropriate correspondence in regard to sensitive words, if appropriate
- ☐ You have included certified copies and certified translations of the constitutional documents, if appropriate
- ☐ You have included a copy of the latest disclosed accounts and certified translations, if appropriate
- ☐ You have completed all of the company details in Section B3 if the company has not registered an existing establishment
- ☐ You have complete details for all company secretaries and directors in Part 4 if the company has not registered an existing establishment
- ☐ Any addresses given must be a physical location They cannot be a PO Box number (unless part of a full service address), DX or LP (Legal Post in Scotland) number
- ☐ You have completed details for all permanent representatives in Part 6 and persons authorised to accept service in Part 7
- ☐ You have signed the form.
- ☐ You have enclosed the correct fee

Important information

Please note that all information on this form will appear on the public record, apart from information relating to usual residential addresses

How to pay

A fee of £20 is payable to Companies House in respect of a registration of an overseas company

Make cheques or postal orders payable to 'Companies House'

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

England and Wales
The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

Scotland
The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

Northern Ireland
The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1

Higher protection
If you are applying for, or have been granted, higher protection, please post this whole form to the different postal address below:
The Registrar of Companies, PO Box 4082, Cardiff, CF14 3WE

Further information

For further information, please see the guidance notes on the website at www companieshouse gov uk or email enquiries@companieshouse gov uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

Part 8 Signature

	This must be completed by all companies
	I am signing this form on behalf of the company
Signature	Signature X X
	This form may be signed by Director, Secretary, Permanent representative

NOTARIES
DR. RÜDIGER EARL OF STOSCH
DR. JOACHIM SCHERVIER M.C.L.

LUITPOLDBLOCK ■ MAXIMILIANDPLSTZ 10
MUNICH 80333 • PHONE 2421380 • FAX 293 353

ASSOCIATION OF TRANSLATION COMPANIES
ATC
Certified Translation produced by Wolfestone Translation Ltd Member No W07

certified to be a true copy of the original seen by me

Andreas Schilling (director)

JRNr.-J1163/2008 Certified copy

From 10 06 2008

Certificate role number J1163/2008

Establishment of a company with limited liability

Today, the tenth of June,
two thousand and eight

- 10.06.2008 -

Dr. Joachim Schervier

appeared in front of me

A notary in 80333 Munich, in the offices at place Maximilian 10:

Dr. Max Kuhlmann,

born on 4 August, 1961, lawyer,

81925 Munich, Arabellastraße 21, already known in person and previously identified, according to his statement here acting for the company
Burda Community Network GmbH.
with the headquarters in Offenburg,

Address 77652 Offenburg, 130 Hauptstraße,

On the basis of authorisation, which was presented today and this document is enclosed in the original

The person appearing stated that the notaries Dr. Earl of Stosch and Dr Schervier are not or were not active outside their official duties in the current affair

At the request of the person appearing before me I certify his verbal statements made in my presence in accordance with what follows:

I.

The company Burda Community Network GmbH

rgang Burda Community International

- Hereinafter called "the sole shareholder" establishes herewith a

A Company with Limited Liability

under the laws of the Federal Republic of Germany and establishes the company contract (constitution) according to the supplement attached as an essential component of this document

certified to be a true copy of the original seen by me

Andreas Schilling (director)

ASSOCIATION OF TRANSLATION COMPANIES
Certified Translation produced by Wolfestone Translation Ltd

We refer to this enclosure.

The shareholder wants the version of the company contract as set down in the appendix

II.

The share capital of the company is

25,000.00 €

-in words· twenty-five thousand Euro

The sole shareholder takes on the new capital contribution in the amount of the share capital.

The capital contribution needs to be given in cash in full amount before the registration of the company in the commercial register

III.

Thereupon, the sole shareholder prevents the first general meeting of the newly established company and expresses by all votes the following

Shareholders' resolution

As managers of the Company are appointed

Mr Andreas Schilling, born on 12 11 1963, 5, Place de la Cathedrale, 67000 Strasbourg and Mrs Helena Anwander-Ramolla, born on 28 6 1966, Siebenbürgerstraße. 19, 86399 Böbingen

They represent the company alone in each case

IV.

The Company shall bear the cost of this document, the cost of its implementation and other foundation expenses in accordance with the regulations of the company contract (constitution)

The sole shareholder of the company,
The company,
The financial authorities, the corporation tax agency,
The district court, the registry court

and the chancellery Prof Dr. Schweizer, z Hd Attorney Dr Max Kuhlmann, Arabellastraße 21, 81925 Munich

all obtain a certified copy of this document

certified to be a true copy of the original seen by me

Andreas Schilling (director)

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Member No W07

V.

The notary has particularly highlighted the following points

- A manager may be only a natural, unlimited legally capable person A person who in the errand of his affairs is subject in whole or in part to a consent without reservation (§ 1903 of the Civil Law Book) cannot be a manager.

- Whoever has been sentenced because of a criminal offence under § § 283 until 283 d of the Criminal Code may not be a manager for a period of five years. Whoever has been judicially or administratively prohibited to practice a profession, a professional branch, a trade or a trade branch, may not be a manager for the time for which the prohibition is effective for a company whose corporate objective coincides wholly or in part with the object of the prohibition

- The managers are required to fully report to court under the Federal Central Register Act.

- The notary does not provide tax information

VI.

The sole shareholder declares I am acting on my own account

Together with an annex read by the notary, approved by the person appearing and signed personally

Stamp

Signatures

certified to be a true copy of the original seen by me

Andreas Schilling (director)

ASSOCIATION OF TRANSLATION COMPANIES
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Enclosure

COMPANY AGREEMENT

§1

Name, headquarters

(1) The name of the Company

Burda Community Network International Ltd.

(2) The company's headquarters is in

Offenburg.

§2

Object of the Company

(1) The object of the company is the provision of services for publishing houses and other media companies in the advertising businesses (display advertising, acquisition and sales, advertisement production, advertising transactions, management of display files and order statistics), to conduct and evaluate own and others' market media studies and the evaluation of market analyses, primarily abroad.

(2) The company can buy the same or similar businesses at home and abroad, participate in such as a personally liable partner and establish subsidiaries at home and abroad.

(3) The Company is entitled to engage in any business that serves the promotion of the above-mentioned object of the company and that is in connection with these.

§ 3

Share capital, capital contributions, shareholders

The share capital of the company amounts to Euro 25,000.00 (in words: twenty-five thousand Euro).

Thereof, Burda Community Network GmbH, Offenburg assumes a capital contribution of € 25,000.00.

The capital contribution must be in cash, in full amount prior to registration of the company in the commercial register. Decisive for the timeliness of the service is the credit on the account of the Company.

§4

Period and fiscal year

(1) The Company is established for an indefinite period.

certified to be a true copy of the original seen by me

Andreas Schilling (director)

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(2) The fiscal year is the calendar year.

§5

Bodies of the company

The bodies of the company are:

a) the shareholders' general meeting

b) the management

§6

Tasks of the Shareholders' General Meeting

(1) All decisions assigned according to this agreement or by law are subject to the resolution of the general meeting.

(2) The general meeting decides, if not otherwise legally regulated, by a simple majority, in particular on:

a) Appointment and removal of managers and the completion, amendment, termination and cancellation of service agreements with managers;

b) assessment of the annual accounts;

c) Appropriation of profits;

d) Discharge of the manager;

e) Election of the auditors

f) Liquidation of the company.

(3) The shareholders' meeting also decides further, if not otherwise required by mandatory law, with a simple majority for legal transactions requiring approval under § 9.

(4) Shareholder resolutions are taken in principle at shareholders' meetings, unless all shareholders agree on another voting system.

(5) The shareholders' meeting shall appoint a representative to whom the management can turn at any time. This representative is required to ensure that required shareholder decisions are taken without delay and that the shareholders are immediately available.

§7

Execution of shareholders' meetings

(1) The general meetings are in principle, if this company agreement and the Law concerning companies with limited liability don't provide otherwise, convened by the Management. Within the first eight months of the fiscal year the Regular Annual Shareholders' Meeting must take place. The shareholders are presented with the audited annual accounts for the previous financial year and the proposal for

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Andreas Schilling (director)

ASSOCIATION OF TRANSLATION COMPANIES • ATC • Certified Translation produced by Wolfestone Translation Ltd Member No the appropriation of profit in good time before the shareholders' meeting for the purpose of determining during the shareholders' meeting. The Annual General Meeting also decides on the discharge of the Managing Board.

(2) Extraordinary general meetings shall be convened by the Board if the interests of the company require it according to the opinion of the Board, or if a shareholder requests the convening of the general meeting stating the purpose and reasons for this. If the management doesn't immediately fulfil the request of a shareholder to convene a shareholders' general meeting, it is possible for the concerned shareholder/s themselves to convene a shareholders' general meeting. The rights under § 50 of the law concerning companies with limited liability remain unaffected.

(3) Each shareholder is required to attend shareholders' meetings. The managers have to attend the shareholders' meetings at the request of a shareholder.

(4) The shareholders' meeting shall constitute a quorum provided that all shareholders are present. Voting rights may be exercised by a person authorised in written form.

(5) Resolutions of the shareholders may also be taken in written form, unless a shareholder objects to this procedure.

§8

Management and Representation

(1) The company has one or more managers.

(2) If only one manager is appointed, he shall represent the company alone. If two or more managers are appointed, the company is represented by two managers acting jointly or by one manager and an authorised signatory. The shareholders' meeting may grant one or more managers sole representation right and liberate one or more managers by shareholder resolution from the restrictions of § 181 of the Civil Law Book.

(3) The managers are bound by the laws and the resolutions and other instructions of the shareholders' general meeting. For the reporting obligation of the managers to the shareholders' meeting § 90 of the Stock Corporation Act is valid accordingly.

§9

Transactions and restrictions requiring approval

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- on the current practice of outsourcing of services as far as these services are offered within the Burda group;

- on today's practice of outgoing service offers to outside parties as far as these offers are only offered to this moment within the Group;

- building of capacity to deliver services that are offered within the group of companies by a Service Centre;

- Cancellation and termination of operational agreements;

- Creation and implementation of a corporate identity that is different from the corporate identity of the Burda Group.

d) In all matters that go beyond the ordinary business of the Company and in other cases which the general meeting declares as requiring approval by a resolution.

§10

Annual accounts, audit, profit distribution

(1) The management has to prepare as early as possible, not taking advantage of the statutory deadlines, the annual balance sheet, profit and loss account and an appendix (annual financial accounts) and if necessary, the report for the previous financial year, and immediately present them to the shareholders with their results proposal for resolution.

(2) The management has to examine only on instructions from the shareholders the annual accounts by an auditor or by an auditing company, provided that the audit is not anyway to be made by law. The election of the auditor takes place during the general meeting.

(3) The shareholders' meeting is incumbent upon the statement of the annual financial accounts and the resolution on the utilization of results.

§11

Notices

The statutory notices are published in the electronic Federal Advertiser.

§12

Establishment expenses

The costs for the establishment of the company including the

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(1) For the following affairs the management requires the prior approval of the Board of the General Meeting:

a) In the following listed general corporate, financial and personnel matters:

- Establishment, acquisition or disposal of companies, parts of companies or participations;

- Borrowing from banks and the acquisition, disposal and mortgaging of land, property parts and property rights;

- Guarantees to third parties, in particular the assumption of securities, guarantees and patronage policies;

- Granting and revocation of signatories and proxies in the sense of the German Commercial Code and the Civil Code as well as the completion, amendment and termination of service agreements with procurators or agents.

b) In business planning for:

- The determination of the annual business plan, consisting of sales, financial, investment, personnel and outcome plan;

- Exceedances of the business plan, if expected, that a requirement of the business plan in the fiscal year by more than 10% (negative) is exceeded. With the approval of the annual plan it is individually indicated which individual targets or target groups are covered by this regulation. An exception applies if the exceedances are based only on a corresponding increase of the revenues. In cases of doubt the management should consult with the Board of the General Meeting.

c) In the following matters of the management especially concerning the company's interests:

- Acquisition of new and assigning of existing tasks and businesses, as well as setting up and closure of business premises and hiring external spaces;
- Change of rules for corporate and personnel policies (for example recruitment and dismissal regulations, personnel development and remuneration, titles and company car orders);

- staffing and dismissing the first level below the profit centre management as well as recruitment and dismissal of employees with an annual income of more than two hundred thousand €.

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Certified Translation produced by Wolfestone Translation Ltd establishment of the company agreement shall be borne by the company up to an amount of € 2,500.00. The rest shall be borne by the founding shareholder.

Signature

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NOTARE

DR. RÜDIGER GRAF VON STOSCH

DR. JOACHIM SCHERVIER M.C.L.

LUITPOLDBLOCK MAXIMILIANSPLATZ 10

80333 MÜNCHEN TEL 2421380 FAX 293353

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Andreas Schilling (director)

URNr J1163/2008
vom 10 06 2008

Beglaubigte Abschrift

nl

Urk Rolle Nr J1163/2008

Errichtung einer Gesellschaft mit beschränkter Haftung

Heute den zehnten Juni
zweitausendacht

- 10 06 2008 -

erschien vor mir,

Dr. Joachim Schervier

Notar in 80333 Munchen, in den Amtsräumen Maximiliansplatz 10

Herr Dr Max **Kuhlmann**,
geboren am 4 August 1961, Rechtsanwalt,
81925 Munchen, Arabellastraße 21,
von Person bekannt und bereits fruher identifiziert,
nach seiner Erklarung hier handelnd fur die Firma
Burda Community Network GmbH
mit dem Sitz in Offenburg,
Anschrift 77652 Offenburg, Hauptstraße 130,
aufgrund Vollmacht, welche heute vorlag und dieser Urkunde in Urschrift beigefugt ist.

Der Erschienene stellte fest, daß die Notare Dr Graf von Stosch und Dr Schervier außerhalb ihrer Amtstätigkeit in der gegenwartigen Angelegenheit nicht tatig sind oder waren

Auf Antrag des Erschienenen beurkunde ich seinen vor mir mundlich abgegebenen Erklarungen gemaß was folgt

I.

Die Firma Burda Community Network GmbH

rgang Burda Community International Erf
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Andreas Schilling (director)

Herr Andreas Schilling, geboren am 12 11 1963, 5, Place de la Cathedrale, 67000 Strasbourg und Frau Helena Anwander-Ramolla, geboren am 28 6 1966, Siebenburgerstraße 19, 86399 Bobingen

Sie vertreten die Gesellschaft jeweils stets allein.

IV.

Die Gesellschaft tragt die Kosten dieser Urkunde, ihres Vollzuges und den sonstigen Grundungsaufwand nach Maßgabe der Bestimmungen des Gesellschaftsvertrages (Satzung)

Von dieser Urkunde erhalten
Der Alleingesellschafter,
die Gesellschaft,
das Finanzamt -Korperschaftsteuerstelle-,
das Amtsgericht -Registergericht-
und die Kanzlei Prof Dr Schweizer, z Hd Herrn Rechtsanwalt Dr Max Kuhlmann, Arabellastraße 21, 81925 München,
j e eine beglaubigte Abschrift

V.

Der Notar hat insbesondere auf folgende Punkte hingewiesen

- Geschaftsfuhrer kann nur eine naturliche, unbeschrankt geschaftsfahige Person sein Ein Betreuter, der bei der Besorgung seiner Vermogensangelegenheiten ganz oder teilweise einem Einwilligungsvorbehalt (§ 1903 BGB) unterliegt, kann nicht Geschaftsfuhrer sein

- Wer wegen einer Straftat nach den §§ 283 bis 283 d des Strafgesetzbuchs verurteilt worden ist, kann auf die Dauer von funf

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Andreas Schilling (director)

-im folgenden "der Alleingesellschafter" genannt-
errichtet hiermit eine

Gesellschaft mit beschrankter Haftung

nach den Gesetzen der Bundesrepublik Deutschland und stellt den Gesellschaftsvertrag (Satzung) gemaß der dieser Urkunde als wesentlicher Bestandteil beigehefteten

Anlage

fest Auf diese Anlage wird verwiesen

Der Gesellschafter wunscht die Fassung des Gesellschaftsvertrages wie in der Anlage niedergelegt

II.

Das Stammkapital der Gesellschaft betragt

25.000,00 €

-i W. funfundzwanzigtausend Euro-

Der Alleingesellschafter ubernimmt die neue Stammeinlage in Hohe des Stammkapitals

Die Stammeinlage ist vor Anmeldung der Gesellschaft zur Eintragung in das Handelsregister in Geld in voller Hohe zu erbringen

III.

Sodann halt der Alleingesellschafter die erste Gesellschafterversammlung der neu gegrundeten Gesellschaft ab und fasst mit allen Stimmen folgenden

<u>Gesellschafterbeschluss</u>

Zu Geschaftsfuhrern der Gesellschaft werden bestellt

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Jahren nicht Geschäftsfuhrer sein Wem gerichtlich oder behordlich die Ausubung eines Berufes, Berufszweiges, Gewerbes oder Gewerbezweiges untersagt worden ist, kann für die Zeit, fur welche das Verbot wirksam ist, bei einer Gesellschaft, deren Unternehmensgegenstand ganz oder teilweise mit dem Gegenstand des Verbots übereinstimmt, nicht Geschaftsfuhrer sein

- Die Geschaftsführer sind gegenuber dem Gericht voll auskunftspflichtig im Sinne des Bundeszentralregistergesetzes

- Der Notar erteilt keine steuerlichen Auskünfte.

VI.

Der Alleingesellschafter erklart
Ich handle auf eigene Rechnung

Samt Anlage vorgelesen vom Notar,
von dem Erschienenen genehmigt
und eigenhändig unterschrieben

Schervier, Notar

DR. JOACHIM SCHERVIER · NOTAR IN ...

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Andreas Schilling (director)

Anlage

GESELLSCHAFTSVERTRAG

§ 1
Firma, Sitz

(1) Die Gesellschaft führt die Firma

Burda Community Network International GmbH

(2) Die Gesellschaft hat ihren Sitz in

Offenburg

§ 2
Gegenstand des Unternehmens

(1) Der Gegenstand des Unternehmens ist das Erbringen von Dienstleistungen für Verlage und sonstige Medienunternehmen im Anzeigenwesen (Anzeigenwerbung, -Akquisition und -Verkauf, Anzeigenherstellung, Abwicklung von Anzeigenauftragen, Fuhrung von Anzeigendateien und Auftragsstatistiken), die Durchführung und Auswertung eigener und fremder Marktmediauntersuchungen sowie die Auswertung von Marktanalysen, jeweils vorrangig im Ausland

(2) Die Gesellschaft kann gleichartige oder ähnliche Unternehmen im In- und Ausland erwerben, sich an solchen auch als personlich haftende Gesellschafterin beteiligen und Zweigniederlassungen im In- und Ausland errichten

(3) Die Gesellschaft ist berechtigt, alle Geschäfte einzugehen, die der Forderung des vorgenannten Gegenstandes des Unternehmens dienen und mit diesen in Zusammenhang stehen

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§ 3
Stammkapital, Stammeinlagen, Gesellschafter

Das Stammkapital der Gesellschaft betragt Euro 25 000,00 (in Worten fünfundzwanzigtausend Euro)

Hiervon ubernimmt die Burda Community Network GmbH, Offenburg, eine Stammeinlage in Hohe von € 25 000,00

Die Stammeinlage ist in Geld zu erbringen, und zwar vor Anmeldung der Gesellschaft zur Eintragung in das Handelsregister in voller Hohe Maßgebend für die Rechtzeitigkeit der Leistung ist die Gutschrift auf dem Konto der Gesellschaft.

§ 4
Dauer und Geschäftsjahr

(1) Die Gesellschaft ist auf unbestimmte Zeit errichtet

(2) Das Geschaftsjahr ist das Kalenderjahr

§ 5
Organe der Gesellschaft

Die Organe der Gesellschaft sind

a) die Gesellschafterversammlung
b) die Geschaftsführung

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§ 6
Aufgaben der Gesellschafterversammlung

(1) Der Beschlussfassung der Gesellschafterversammlung unterliegen alle ihr nach diesem Vertrag oder von Gesetzes wegen zugewiesenen Entscheidungen.

(2) Die Gesellschafterversammlung beschließt, soweit nicht anderweitig gesetzlich geregelt mit einfacher Mehrheit, insbesondere über

a) Bestellung und Abberufung von Geschäftsführern sowie Abschluss, Änderung, Beendigung und Kündigung von Dienstverträgen mit Geschäftsführern,
b) Feststellung des Jahresabschlusses,
c) Ergebnisverwendung,
d) Entlastung der Geschäftsführer,
e) Wahl der Abschlussprüfer
f) Liquidation der Gesellschaft

(3) Die Gesellschafterversammlung beschließt ferner, soweit nicht anderweitig zwingend gesetzlich geregelt, mit einfacher Mehrheit über zustimmungsbedürftige Rechtsgeschäfte gemäß § 9

(4) Gesellschafterbeschlüsse werden grundsätzlich in Gesellschafterversammlungen gefasst, es sei denn, sämtliche Gesellschafter einigen sich insoweit auf einen anderen Abstimmungsmodus

(5) Die Gesellschafterversammlung benennt einen Vertreter, an den sich die Geschäftsführung jederzeit wenden kann Dieser Vertreter ist verpflichtet, dafür zu sorgen, dass erforderliche Gesellschafterbeschlüsse unverzüglich gefasst werden und auch sonst die Gesellschafter unverzüglich zur Verfügung stehen.

§ 7
Durchführung von Gesellschafterversammlungen

(1) Die Gesellschafterversammlungen werden grundsätzlich, d h soweit dieser Gesellschaftsvertrag und das GmbH-Gesetz nichts anderes vorsehen, durch die Geschäftsführung einberufen Innerhalb der ersten acht Monate eines Geschäftsjahres muss die ordentliche Gesellschafterversammlung stattfinden Den Gesellschaftern werden der geprüfte

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Andreas [redacted]

Jahresabschluss für das vorangegangene Geschaftsjahr und der Vorschlag über die Ergebnisverwendung rechtzeitig vor der Gesellschafterversammlung zwecks Feststellung in der Gesellschafterversammlung vorgelegt Die ordentliche Gesellschafterversammlung beschließt ferner uber die Entlastung der Geschäftsführung

(2) Außerordentliche Gesellschafterversammlungen werden von der Geschaftsführung einberufen, wenn die Belange der Gesellschaft es nach Einschatzung der Geschäftsführung erfordern, oder wenn ein Gesellschafter die Einberufung der Gesellschafterversammlung unter Angabe des Zwecks und der Grunde verlangt Kommt die Geschäftsführung einem Verlangen eines Gesellschafters auf Einberufung einer Gesellschafterversammlung nicht unverzuglich nach, so konnen der oder die betreffenden Gesellschafter selbst eine Gesellschafterversammlung einberufen Die Rechte gemaß § 50 GmbHG bleiben unberuhrt

(3) Zur Teilnahme an Gesellschafterversammlungen ist jeder Gesellschafter verpflichtet Die Geschaftsführer haben auf Verlangen eines Gesellschafters an den Gesellschafterversammlungen teilzunehmen

(4) Die Gesellschafterversammlung ist beschlussfähig, soweit alle Gesellschafter anwesend sind Das Stimmrecht kann durch einen schriftlich Bevollmächtigten ausgeübt werden

(5) Beschlusse der Gesellschafter können auch in Textform gefasst werden, sofern kein Gesellschafter diesem Verfahren widerspricht.

§ 8
Geschäftsführung und Vertretung

(1) Die Gesellschaft hat einen oder mehrere Geschäftsführer

(2) Ist nur ein Geschaftsführer bestellt, so vertritt er die Gesellschaft allein Sind zwei oder mehrere Geschaftsführer bestellt, so wird die Gesellschaft durch zwei Geschaftsführer gemeinschaftlich oder durch einen Geschaftsführer zusammen mit einem Prokuristen vertreten Die Gesellschafterversammlung kann einem oder mehreren Geschaftsführern Einzelvertretungsbefugnis erteilen und einen oder mehrere Geschaftsführer durch Gesellschafterbeschluss von den Beschrankungen des § 181 BGB befreien

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(3) Die Geschaftsführer sind an die Rechtsvorschriften und an die Beschlüsse sowie sonstigen Weisungen der Gesellschafterversammlung gebunden Fur die Berichtspflicht der Geschäftsführer gegenuber der Gesellschafterversammlung gilt § 90 AktG entsprechend

§ 9
Zustimmungsbedürftige Geschäfte, Beschränkungen

(1) In den folgenden Angelegenheiten bedarf die Geschäftsführung der vorherigen Zustimmung der Gesellschafterversammlung

a) In den nachfolgend aufgeführten allgemeinen Gesellschafts-, Finanz- und Personalangelegenheiten

- Gründung, Erwerb oder Veräußerung von Gesellschaften, Unternehmensteilen oder Beteiligungen,
- Kreditaufnahme sowie Erwerb, Veräußerung und Belastung von Grundstücken, Grundstücksteilen und gründstücksgleichen Rechten;
- Gewährung von Sicherheiten für Dritte, insbesondere Übernahme von Bürgschaften, Garantien und Patronatserklärungen;
- Erteilung und Widerruf von Prokuren und Handlungsvollmachten im Sinne des HGB und BGB sowie Abschluss, Anderung und Beendigung von Dienstverträgen mit Prokuristen und Handlungsbevollmächtigten.

b) In der Geschäftsplanung für

- Die Festlegung des jährlichen Wirtschaftsplanes, bestehend aus Absatz-, Finanz-, Investitions-, Personal- und Ergebnisplan,
- Uberschreitungen des Wirtschaftsplanes, soweit zu erwarten ist, dass eine Vorgabe des Wirtschaftsplanes im Geschaftsjahr um mehr als 10 % (negativ) uberschritten wird. Bei der Feststellung des Jahresplanes wird jeweils gekennzeichnet, auf welche einzelnen Vorgaben oder Vorgabegruppen sich diese Regelung bezieht Eine Ausnahme gilt, soweit die Uberschreitungen nur auf einer entsprechenden Steigerung der Erlose beruhen In Zweifelsfällen sollte sich die Geschaftsführung mit der Gesellschafterversammlung abstimmen

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Andreas Schilling ~~(director)~~

c) In den folgenden, die Gesellschafterinteressen besonders betreffenden Angelegenheiten der Geschaftsführung

- Aufnahme neuer und Aufgabe bestehender Objekte und Geschaftszweige, sowie Errichtung und Aufhebung von Betriebsstätten und Anmietung externer Raume,
- Anderung der Grundsatze der Unternehmens- und der Personalpolitik (z B zu Einstellungs- und Kündigungsrichtlinien, zur Personalentwicklung und -entlohnung, zu Titeln und zur Dienstwagenordnung),
- personelle Besetzung und Abberufung der ersten Ebene unterhalb der Profit Center-Leitung sowie Einstellung und Abberufung von Mitarbeitern mit einem Jahreseinkommen von mehr als Tsd € 200.
- uber die heutige Praxis hinausgehender konzernexterner Fremdbezug von Leistungen, soweit diese Leistungen innerhalb der Burda-Gruppe angeboten werden,
- uber die heutige Praxis hinausgehende Leistungsangebote an Konzernfremde, soweit diese Leistungsangebote bisher nur innerhalb des Konzerns angeboten werden,
- Aufbau von Kapazitäten zur Erbringung von Leistungen, die im Konzern durch Service Center angeboten werden,
- Kundigung und Abschluss von Betriebsvereinbarungen,
- Schaffung und Umsetzung einer Corporate Identity, die von der Corporate Identity der Burda-Gruppe abweicht

d) In allen Angelegenheiten, die über den gewöhnlichen Geschaftsbetrieb der Gesellschaft hinausgehen und in den sonstigen Fällen, die die Gesellschafterversammlung durch Beschluss für zustimmungsbedürftig erklart

§ 10
Jahresabschluss, Prüfung, Gewinnverteilung

(1) Die Geschaftsführung hat moglichst fruhzeitig, die gesetzlichen Fristen nicht ausnutzend, die Jahresbilanz nebst Gewinn- und Verlustrechnung und Anhang (Jahresabschluss) und sofern erforderlich, den Lagebericht für das vorangegangene Geschäftsjahr aufzustellen und unverzuglich den Gesellschaftern mit ihrem Ergebnisverwendungs-vorschlag zur Beschlussfassung vorzulegen

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Andreas Schilling (director)

(2) Die Geschäftsführung hat nur auf Weisung der Gesellschafter den Jahresabschluss von einem Wirtschaftsprüfer bzw. einer Wirtschaftsprüfungsgesellschaft prüfen zu lassen, sofern die Prüfung nicht ohnehin von Gesetzes wegen vorzunehmen ist. Die Wahl des Abschlussprüfers erfolgt durch die Gesellschafterversammlung.

(3) Der Gesellschafterversammlung obliegt die Feststellung des Jahresabschlusses und die Beschlussfassung über die Verwendung des Ergebnisses.

§ 11

Bekanntmachungen

Die gesetzlich vorgeschriebenen Bekanntmachungen erfolgen im elektronischen Bundesanzeiger.

§ 12

Gründungskosten

Die Kosten der Gründung der Gesellschaft inklusive der Errichtung des Gesellschaftsvertrages gehen zu Lasten der Gesellschaft bis zu einem Betrag von Euro 2.500,00. Die darüber hinaus gehenden Kosten trägt die Gründungsgesellschafterin.

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Andreas Schilling (director)

Burda Community Network International GmbH, Offenburg

Gewinn- und Verlustrechnung
für die Zeit vom 1 Januar bis 31. Dezember 2011

	2010 Tsd €	€
Betriebliches Ergebnis	**-435**	**1 412 898,96**
Rohergebnis	**1.903**	**4 019 836,34**
Betriebliche Aufwendungen	**2.338**	**2 606.937,38**
Personalaufwand	1 008	1 271 343,70
Löhne und Gehälter	*885*	*1 113 682,18*
soziale Abgaben und Aufwendungen für Altersversorgung	*123*	*157 661,52*
Abschreibungen auf Sachanlagen	*2*	*789,43*
sonstige betriebliche Aufwendungen	1 328	1 334 804,25
Finanzergebnis	**0**	**-1 117,95**
sonstige Zinsen und ähnliche Erträge	0	2 906,18
Zinsen und ähnliche Aufwendungen	0	4 024,13
Ergebnis der gewöhnlichen Geschäftstätigkeit	**-435**	**1 411.781,01**
Steuern	**1**	**100 168,51**
Steuern vom Einkommen und vom Ertrag	0	99 680,79
sonstige Steuern	1	487,72
Aufgrund eines Gewinnabführungsvertrags abgeführte Gewinne	**0**	**1 311.612,50**
Ertrag aus Verlustübernahme	**436**	**0,00**
Jahresüberschuss	**0**	**0,00**

Offenburg, den 20 Februar 2012

Der Geschäftsführer

Andreas Schilling

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Andreas Schilling (director)

Burda Community Network International GmbH, Offenburg

Bilanz zum 31. Dezember 2011

AKTIVA	31 12 2010 Tsd €	€
Anlagevermögen	2	**216 857,00**
Immaterielle Vermögensgegenstände	0	85 080,00
Sachanlagen	2	1 767,00
Finanzanlagen	0	130 010 00
Umlaufvermögen	817	**1 684 928,52**
Vorräte	0	917,43
Forderungen und sonstige Vermögensgegenstände (davon gegen Gesellschafter 0,00 €, Vorjahr 404 Tsd €)	805	1 684 011,09
Guthaben bei Kreditinstituten	12	0,00
Rechnungsabgrenzungsposten	0	**4 461,85**
Summe Aktiva	819	1 906 247,37

PASSIVA	31 12 2010 Tsd €	€
Eigenkapital	25	**25 000,00**
Gezeichnetes Kapital	25	25 000,00
Rückstellungen	**311**	**172 973,38**
Verbindlichkeiten (davon gegenüber Gesellschaftern 1 225 744,33 €, Vorjahr 0Tsd €)	**483**	**1 708 273,99**
Summe Passiva	**819**	**1 906 247,37**

Offenburg, den 20 Februar 2012

Der Geschäftsführer

Andreas Schilling

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Andreas Schilling (director)

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Andreas Schilling (director)

Burda Community Network International GmbH, Offenburg

Profit and loss account for the period from 01 January to 31 December 2011

	2010 K €		€
Operating profit		**-435**	**1,412,898.96**
Gross profit		1,903	4,019,836 34
Operating expenses		2,338	2,606,937 38
Personnel expenditure		*1,008*	*1,271,343 70*
Wages and salaries		885	1,113,682 18
Social contributions and pension scheme expenditure		123	157,661 52
Depreciation of tangible assets	2		789 43
Other operating expenses		1,328	1,334,804 25
Financial result	**0**		**-1,117.95**
Other interest and similar revenues	0		2,906 18
Interest and similar expenses	0		4,024 13
Revenue from ordinary activities		**-435**	**1,411,781.01**
Taxes	**1**		**100,168.51**
Taxes on income and from revenues	0		99,680 79
Other taxes	1		487 72
Profit transferred on the basis of a profit transfer agreement	**0**		**1,311,612.50**
Revenue from loss absorption		**436**	**0.00**
Annual net profit	**0**		**0.00**

Offenburg, 20 February 2012
The Managing Director
[Signature]
Andreas Schilling

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Andreas Schilling (director)

Burda Community Network International GmbH, Offenburg
Balance of accounts to 31 December 2011

ASSETS	31/12/2010 K €	€		LIABILITIES	31/12/2010 K€	€
Fixed assets	**2**	**216,857.00**		**Equity**	**25**	**25,000.00**
Intangible assets	0	85,080 00		Subscribed capital	25	25,000 00
Tangible assets	2	1767 00				
Financial assets	0	130,010 00		**Accrued liabilities**	**311**	**172,973.38**
Floating assets	**817**	**1,684,928.52**		**Liabilities** (thereof to shareholders 1,225,744 33€, previous year 0 K€)	**483**	**1,708,273.99**
Supplies	0	917 43				
Receivables and other assets (thereof to shareholders 0 00 €, Previous year 404 K€	805	1,684,011 09				
Assets in financial institutions	12	0 00				
Prepayments and accrued income	**0**	**4,461.85**				
Total assets	**819**	**1,906,247.37**		**Total liabilities**	**819**	**1,906,247.37**

Offenburg, 20 February 2012
The Managing Director
[Signature]
Andreas Schilling

certified to be a true copy of the original seen by me

Andreas Schilling (director)

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CERTIFICATE OF REGISTRATION
OF AN OVERSEA COMPANY

(Registration of a UK establishment)

Company No. FC031285

UK Establishment No. BR016351

The Registrar of Companies hereby certifies that

BURDA COMMUNITY NETWORK INTERNATIONAL GMBH

has this day been registered under the Companies Act 2006 as having established a UK Establishment in the United Kingdom.

Given at Companies House on **5th April 2013.**

Companies House

REGISTRAR OF COMPANIES FOR ENGLAND AND WALES

THE OFFICIAL SEAL OF THE REGISTRAR OF COMPANIES