

BUNDESVERBAND DIGITALE WIRTSCHAFT (BVDW) e.V. – SUBSCRIPTION REGULATIONS

(resolution passed at the Members' Meeting on 7. June 2011)

§1 Subscription rate

1. All members of the Association – with the exception of honorary members – pay a membership subscription. No joining fees are charged.
2. In order to calculate the subscription fee, members must state their corresponding company structures and, depending on the category, their professional fees (category A), commission volumes (category B) or total turnover (category C) to BVDW Member Services.

§2 Ordinary members

1. The subscription fee of ordinary members for the various sales types (A, B or C) is based on the following sales levels:

Sales/commission volumes	Membership subscription in EUR	
Up to EUR	250.000	580
Up to EUR	375.000	870
Up to EUR	500.000	1.160
Up to EUR	750.000	1.450
Up to EUR	1.000.000	1.750
Up to EUR	1.250.000	2.050
Up to EUR	1.750.000	2.350
Up to EUR	2.500.000	2.950
Up to EUR	3.750.000	3.500
Up to EUR	7.000.000	4.700
Up to EUR	10.000.000	5.850
Up to EUR	15.000.000	6.400
Up to EUR	25.000.000	8.150
Up to EUR	35.000.000	9.350
Up to EUR	75.000.000	11.650
Up to EUR	100.000.000	13.400
Over EUR	100.000.000	17.500

A. Service providers representing the interests of the digital economy

Service providers representing the interests of the digital economy base their subscription on their professional fees. The professional fee includes all fees and commissions turned over in Germany with customised consultancy and implementation services for all areas of service according to the definition of the BVDW for the digital economy (no hosting or access sales).

The professional fee must exclusively include the net sales (excl. VAT) within the area of solutions for all common interactive platforms:

- ➔ Consultancy
- ➔ Conception
- ➔ Implementation (design and programming services)
- ➔ Other fees from advertising revenues (media, excl. VAT, minus discounts and bonuses)
- ➔ Commission (CPX models)
- ➔ Licence revenues

B. Customer for services of the digital economy/advertising industry

Customers for services of the digital economy/advertising industry base their subscription on their commission volume or their budget.

C. Providers of digital economy/marketers

Providers of the digital economy/marketers base their subscription on their total turnover (excl. VAT).

2. The membership subscription is calculated on the basis of sales in the year before last, according to data from the balance sheet or profit and loss statement. All members are obliged to report their sales. The sales must be reported by the company's tax adviser or auditor.
3. The sales statement must be treated confidentially by the employees of the Association. Any inspection by third parties, including the Association's auditor(s), is forbidden.
4. Notification of the sales (categories A and C)/the commission volume (category B) for the previous year must be provided by 30 November of the current subscription year for the following subscription year. If an ordinary member fails to report their sales for the previous year, or does not do so in accordance with these regulations, by 30 November of the current subscription year, for the following year the sales will be estimated by the Executive Council and the relevant contribution category assigned. Members may raise objections against this setting of the membership subscription. Any objections must be registered with the Office together with evidence of sales for the year before last by no later than six weeks (receipt by the Association) following submission of invoice. The Executive Committee shall decide whether there is reasonable justification for the objection.
5. The Executive Committee may, at their own discretion, permit an applicant during the membership application process to merely take the sales of a legally dependent department as the basis for determining the subscription fee which has to be paid. The company must demonstrate that the dependent department has complete freedom within its company to take commercial decisions. Any application by the department to be exempt from this requirement of proof must be decided upon by means of a resolution of the Executive Committee. The Executive Committee can pass special regulations in specific cases with good reason and impose conditions where applicable.
6. The membership subscription for affiliated companies of a member in the sense of the Companies Act can, on request and subject to verification, be calculated as follows: basic sum of EUR 10.000 for the affiliated group plus 50% of the regular subscription for each company in the affiliated group. The Executive Committee will decide on the application by means of a resolution.
7. The membership subscription for agencies based in Germany which belong to an agency network that comes under the Sarbanes Oxley Act can, on request and subject to verification, be calculated as follows: basic sum of EUR 7.500 plus EUR 2.500 for each agency belonging to the group. Nomination for membership of the network in question must be made to the members' administration service. The Executive Committee will decide on the application by means of a resolution.

§ 3 Sponsoring members

Sponsoring members pay the minimum annual subscription of EUR 580.

§4 Due date and settlement

1. The membership subscription will be due in advance on 21. January each year for the respective current calendar year.
2. In the event of late payment of the subscription, the member is obliged to reimburse the Association for any costs and expenditure necessarily incurred in recovering it.
3. If a member joins during the calendar year, only the subscription for those calendar quarters of the membership actually begun will be payable. The resulting membership subscription is due for payment three weeks after invoicing.
4. The member is obliged to notify the Association's Office immediately of any changes which may result in a change of member status. Subsequent claims or refunds of membership subscriptions are possible within the framework of the statutory periods of limitations.
5. If a member leaves the Association during the calendar year, the full membership subscription will nevertheless be payable.
6. In the event of a change of corporate form, the calculated subscription for the current calendar year remains unchanged; all transferring and acquiring legal entities will be jointly and severally liable for subscription liabilities, including any payments in arrears.
7. Companies which have been newly formed or which have been created in some other manner (splitting, spin-off, conversion, etc.) are assessed independently from the start of the calendar year following their registration. In the event of a merger, the membership subscription for the following year is irrefutably calculated on the basis of the sum total of the verified annual sales of the former member companies during the current calendar year. In the event of a merger of companies involving non-member companies, in the second year the next highest sales category compared with the previous year will be assigned. In the event of a split, the provisions of § 2 paragraphs 1 and 2 will be applied in the following year.
8. The Executive Committee can apply special regulations in specific cases where there is good reason.

§5 Entry into force

1. These Subscription Regulations enter into force on 1. July 2011.
2. The Association's Subscription Regulations apply to all members with effect from 1. January 2012, i.e. the subscription fee for 2012 is determined by the rules and subscription fee calculation contained in the newly resolved subscription regulations which enter into force on 1. July 2011.