

BUNDESVERBAND DIGITALE WIRTSCHAFT (BVDW) e.V.

On a resolution of the members' meeting of June 1th, 2016.

§1 Subscriptions

1. All members of the association - except for honorary members - pay a subscription fee. There are no initial membership fees.
2. To calculate the subscription, members must report the following to BVDW member support: their corporate structure, and according to category, their gross income (category A), volume of contracts (category B) or total turnover (category C).

§2 Regular members

1. The subscription rate for regular members is calculated based on the the following turnover categories for each type of turnover (category A, B, or C):

Turnover/volume of contracts	Amount in EUR
Up to EUR 250,000	630
Up to EUR 375,000	950
Up to EUR 500,000	1,275
Up to EUR 750,000	1,590
Up to EUR 1,000,000	1,900
Up to EUR 1,250,000	2,250
Up to EUR 1,750,000	2,580
Up to EUR 2,500,000	3,250
Up to EUR 3,750,000	3,850
Up to EUR 7,000,000	5,170
Up to EUR 10,000,000	6,400
Up to EUR 15,000,000	7,050
Up to EUR 25,000,000	8,950
Up to EUR 35,000,000	10,300
Up to EUR 50,000,000	12,900
Up to EUR 75.000.000	16.000
Up to EUR 100.000.000	19.500
Up to EUR 150.000.000	25.000
More than EUR 150.000.000	30.000

Category A: Service providers in the digital economy

Service providers in the digital economy report the gross income for the purposes of calculating the subscription. Gross income includes all fees and commissions earned in Germany by individual customer consultation services and implementation services in all service areas that fall under the BVDW definition for the digital economy (no hosting sales or access revenue).

The gross income is to include only net sales (without VAT) in the area of solutions for all current interactive platforms:

- ➔ Consultation
- ➔ Conceptual design
- ➔ Implementation (configuration and coding services)
- ➔ Other income from advertising (media, excl. VAT, less discounts and rebates)
- ➔ Commission (CPX model)
- ➔ Licence incomes

Category B: Clients for services in the digital economy / advertising industry

Clients for services in the digital economy / advertising industry report the volume of contracts or the budget for the purposes of calculating the subscription.

Category C: Contractor in the digital economy / marketing agency

Contractors in the digital economy report total sales (excl. VAT) for the purposes of calculating the subscription.

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. Each member is obliged to report its sales and headcount as a matter of principle. The sales must be reported by the company's tax adviser or auditor as a matter of principle.
3. If a new member is not able to provide documentation establishing the turnover for the year before the preceding year because of the date of commencement of business operations (for example, date of entry in the Commercial Register) then an estimate of turnover for the current business year is to be submitted. In agreement with the Executive Committee, this will serve as basis for a provisional categorisation of turnover, to determine the subscription to be paid under section § 2. If the subsequent actual turnover results in a higher turnover categorisation level, the member is obliged to backdate payment of the difference in subscription fee between the provisional and the actual turnover categorisation. If the actual turnover level is lower than the estimate, the member can claim a refund of the difference in subscription fee.
4. Reports on sales and headcount must be treated confidentially by employees of the Association. Any inspection by third parties, including the Association's auditor(s), is forbidden.
5. The turnover (categories A and C)/volume of contracts (category B) of the preceding year must be reported by November 30th of the current subscription year, for calculations for the following subscription year. If a regular member fails to provide documentation, or fails to establish in a manner conforming to the subscription rules, the turnover of the preceding year by November 30th of the current subscription year, then the Executive Committee will estimate the turnover for the following year, and thus determine the subscription categorisation. An objection to this determination can be lodged. It is to be lodged to the office in writing, with evidence of the turnover of the year before the preceding year, at least six weeks (on receipt by the association) after the invoice is issued. The Executive Committee will decide on the justification of the objection.
6. The subscription fee for affiliated companies of a member, as understood under corporation law, can be calculated as follows on request and when documentation is provided: Base amount of EUR 10,000 for the group plus an additional 50% of the regular subscription for each company of the group. The Executive Committee will decide by resolution on the application.
7. The subscription fee for agencies based in Germany who belong to an agency network subject to the Sarbanes Oxley Act can be calculated as follows on request and when documentation is provided: Base amount of EUR 7,500 plus an additional EUR 2,500 for each agency belonging to the group. Nomination of membership to a network is effected through the membership administration. The Executive Committee will decide by resolution on the application.
8. The Executive Committee can decide on special regulations where individual cases justify it, and impose conditions where relevant.

§3 Special members

Special members pay an annual subscription fee of 50% of the regular member's fee in the relevant category. Subscriptions cannot be refunded even where the special member does not avail of their membership rights, or terminates membership prematurely.

§4 Sponsoring members

The subscription rate for sponsoring members is a lump sum of EUR 630 per annum. Publicly-funded educational institutions (universities, polytechnics) are exempt from the obligation to pay subscriptions. Each sponsoring member is entitled to voluntarily pay a higher amount than the obligatory contribution to support the association. This voluntary amount, just like subscriptions, is used to further the aims of the association

§5 Settlement date and billing

1. The subscription fee for the current calendar year is payable in advance and falls due 21 days after the invoice has been issued.
2. If the subscription is not paid on time the member is obliged to compensate the association any costs and expenses incurred in the collection of the fee.
3. If a member joins during the calendar year, only the subscription proportional to the remaining full months of the year it joined shall be payable. The resulting membership subscription is due for payment three weeks after invoicing.
4. The member is obliged to inform the office immediately of any changes which result in a change of member status. Retrospective claims or refunds of subscription fees can be made, subject to the statutory period.
5. If a member leaves the association in the course of a calendar year, then the member is liable for the full annual subscription.

6. If the company changes corporate structure the subscription calculated for the current calendar year is unaffected; all transferring or acquiring legal entities are jointly and severally liable for the subscription liabilities, including any arrears in payment.
7. Newly founded companies, or companies arising in some other manner (by splitting, spin-off, change of form, etc.) will be assessed separately from the beginning of the calendar year after their incorporation. In the case of a consolidation, the calculation of the subscription for the subsequent year is thereby agreed to be based on the annual turnover documented by the member company in its hitherto existing form, in the current calendar year. In the consolidation of companies where some are non-member companies, in the second year the next higher turnover category than the previous year is stipulated. In the case of a company demerger, section § 2 paras. 1 and 2 apply.
8. The Executive Committee can decide on special regulations in individual cases where justified.

§6 Coming into effect

1. These subscription regulations shall come into force the day after the resolution is passed, namely on 2 June 2016.
2. In contrast to the provision in Paragraph I, the changes to the subscription scales shall not come into force until 1 January 2018 for those affected who were already members when the resolution was passed. Changes to the subscription scales shall exclusively affect members with sales of more than EUR 50.000.000.