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## **Testatsexemplar**

DeTeMedien, Deutsche Telekom Medien GmbH  
Frankfurt am Main

Jahresabschluss zum 31. Dezember 2012

Bestätigungsvermerk des Abschlussprüfers

= englische Übersetzung

## DeTeMedien, Deutsche Telekom Medien GmbH, Frankfurt am Main

## Balance sheet as of December 31, 2012

## Assets

	Dec. 31, 2012	Dec. 31, 2011
	€	€ '000
<b>A. Non-current assets</b>		
I. Intangible fixed assets		
1. Purchased industrial rights and similar rights	120.547,62	453
2. Goodwill	1.380.001,00	1.840
	<b>1.500.548,62</b>	<b>2.293</b>
II. Tangible fixed assets		
Factory and office equipment	194.095,00	216
III. Long-term financial assets		
Long-term equity investments	4.868.103,71	4.868
	<b>6.562.747,33</b>	<b>7.377</b>
<b>B. Current assets</b>		
I. Receivables and other assets		
1. Trade receivables	28.011.879,77	28.611
2. Receivables from affiliated companies (of which from shareholder: € 24,882,107.49; as of Dec. 31, 2011: € 23,457 thousand)	24.882.107,49	23.457
3. Receivables from other long-term investees and investors	613.295,45	599
4. Other assets	1.494.630,41	1.105
	<b>55.001.913,12</b>	<b>53.772</b>
II. Securities		
Other securities	34.980,39	34
III. Cash-in-hand and bank balances	8.086,06	20
	<b>55.044.979,57</b>	<b>53.826</b>
<b>C. Prepaid expenses</b>	<b>170.923,17</b>	<b>158</b>
	<b>61.778.650,07</b>	<b>61.361</b>

<b>Equity and liabilities</b>		
	<b>Dec. 31, 2012</b>	<b>Dec. 31, 2011</b>
	<b>€</b>	<b>€ '000</b>
<b>A. Equity</b>		
I. Subscribed capital	23.008.134,65	23.008
II. Capital reserves	639.114,85	639
III. Revenue reserves		
1. Reserves provided for by the articles of association	840.086,82	840
2. Other revenue reserves	84.921,96	85
	<b>24.572.258,28</b>	<b>24.572</b>
<b>B. Accruals</b>		
1. Accruals for pensions and similar obligations	13.519.643,00	12.618
2. Tax accruals	10.128,00	7
3. Other accruals	8.907.918,25	11.580
	<b>22.437.689,25</b>	<b>24.205</b>
<b>C. Liabilities</b>		
1. Trade payables	2.323.862,13	718
2. Liabilities to affiliated companies	154.253,50	88
3. Liabilities to other long-term investees and investors	53.468,65	1.302
4. Other liabilities (of which social security obligations: € 12,777.66; as of Dec. 31, 2011: € 9 thousand) (of which from taxes: € 115,333.20; as of Dec. 31, 2011: € 108 thousand)	1.356.813,84	1.346
	<b>3.888.398,12</b>	<b>3.454</b>
<b>D. Deferred income</b>	<b>10.880.304,42</b>	<b>9.130</b>
	<b>61.778.650,07</b>	<b>61.361</b>

## 2012 Statement of changes in fixed assets

	Gross carrying amounts				Gross carrying amounts				Net carrying amounts		
	Cost		Depreciation, amortization and write-downs		Residual values						
	Jan. 1, 2012	Dec. 31, 2012	Jan. 1, 2012	Dec. 31, 2012	Jan. 1, 2012	Dec. 31, 2012	Dec. 31, 2012	Dec. 31, 2012	Dec. 31, 2012	Dec. 31, 2012	
€	€	€	€	€	€	€	€	€	€	€	
I. Intangible fixed assets											
1. Purchased industrial and similar rights	3.661.257,23	3.662.757,23	3.208.876,61	3.208.876,61	0,00	0,00	3.542.209,61	120.547,62	452.380,62		
2. Goodwill	6.900.000,00	6.900.000,00	5.060.000,00	5.060.000,00	0,00	0,00	5.519.999,00	1.380.001,00	1.840.000,00		
	10.561.257,23	10.562.757,23	8.268.876,61	8.268.876,61	0,00	0,00	9.062.208,61	1.500.548,62	2.292.380,62		
II. Tangible fixed assets											
Factory and office equipment	3.488.453,18	3.555.330,93	3.272.133,18	3.272.133,18	3.870,07	3.870,07	3.361.235,93	194.095,00	216.320,00		
III. Long-term financial assets											
Long-term equity investments	12.558.178,33	12.558.178,33	7.690.074,62	7.690.074,62	0,00	0,00	7.690.074,62	4.868.103,71	4.868.103,71		
	<b>26.607.888,74</b>	<b>26.676.266,49</b>	<b>19.231.084,41</b>	<b>19.231.084,41</b>	<b>3.870,07</b>	<b>3.870,07</b>	<b>20.113.519,16</b>	<b>6.562.747,33</b>	<b>7.376.804,33</b>		

DeTeMedien, Deutsche Telekom Medien GmbH, Frankfurt am Main

**Income Statement for the period  
from January 1 to December 31, 2012**

	<b>2012</b>	<b>2011</b>
	€	€ '000
1. Sales	191.210.164,06	198.333
2. Cost of sales	47.527.152,40	48.853
<b>3. Gross profit on sales</b>	<b>143.683.011,66</b>	<b>149.480</b>
4. Selling expenses	56.762.675,43	60.370
5. General and administrative expenses	9.797.130,13	9.979
6. Other operating income	7.649.506,98	6.357
7. Other operating expenses	295.843,65	194
8. Income from long-term equity investments	376.475,92	427
9. Other interest and similar income (of which from affiliated companies: € 87,102.48; previous year: € 500 thousand)	91.522,65	501
10. Write-downs of long-term financial assets and securities classified as current assets	0,00	295
11. Interest and similar expenses (of which to affiliated companies: € 48.22; previous year: € 1 thousand) (of which interest cost: € 890,275.89; previous year: € 1,040 thousand)	890.436,49	1.042
<b>12. Result from ordinary activities</b>	<b>84.054.431,51</b>	<b>84.885</b>
13. Extraordinary expenses	139.379,77	139
14. Taxes on income	0,00	3
15. Profit transferred on the basis of profit and loss transfer agreements	83.915.051,74	84.743
<b>16. Net income for the year</b>	<b>0,00</b>	<b>0</b>

Frankfurt am Main, February 25, 2013

Stephan Schmitt  
(Managing Director)

Dr. Oliver Faber  
(Managing Director)

Ralf Coenen  
(Managing Director)

## **Unqualified Auditor's Report on Statutory Audits of Annual Financial Statements**

[Independent] Auditor's/Auditor's Report

We have audited the annual financial statements, comprising the balance sheet and the income statement, together with the bookkeeping system of the DeTeMedien, Deutsche Telekom Medien GmbH for the business year from January 1 2012 to December 31, 2012. The maintenance of the books and records and the preparation of the annual financial statements report in accordance with German commercial law are the responsibility of the Company's management. They comply with Section 264 (3) HGB, taking advantage of the respective relief provisions (no notes and no management report were prepared). Our responsibility is to express an opinion on the annual financial statements, together with the bookkeeping system, based on our audit.

We conducted our audit of the annual financial statements in accordance with § 317 HGB („Handelsgesetzbuch“: „German Commercial Code“) and German generally accepted standards for the audit of financial statements promulgated by the Institut der Wirtschaftsprüfer (Institute of Public Auditors in Germany) (IDW). Those standards require that we plan and perform the audit such that misstatements materially affecting the presentation of the net assets, financial position and results of operations in the annual financial statements in accordance with (German) principles of proper accounting are detected with reasonable assurance. Knowledge of the business activities and the economic and legal environment of the Company and expectations as to possible misstatements are taken into account in the determination of audit procedures. The effectiveness of the accounting-related internal control system and the evidence supporting the disclosures in the books and records and the annual financial statements are examined primarily on a test basis within the framework of the audit. The audit includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the annual financial statements. We believe that our audit provides a reasonable basis for our opinion.

Our audit has not led to any reservations.

In our opinion, based on the findings of our audit, the annual financial statements comply with the legal requirements and give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with (German) principles of proper accounting.

At the end of our audit, it was impossible to determine with certainty whether the Company was entitled to apply the exemption rule set forth in Section 264 (3) HGB (exemption from the duty to prepare a management report) as the requirements set forth in No. 3 (inclusion in the consolidated financial statements of the parent company) and No. 4 (indication of the exemption in the notes to the consolidated financial statements prepared and disclosed by the parent company and notification about the exemption in the electronic Federal Gazette) can, by their very nature, be fulfilled only at a later date.

Frankfurt am Main, February 25, 2013

PricewaterhouseCoopers  
Aktiengesellschaft  
Wirtschaftsprüfungsgesellschaft

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