

Assurance Report on Controls Placed in
Operation and Tests of Operating Effectiveness

ISAE 3402 Type 2

Period from
October 1, 2013 to September 30, 2014

Telehouse Deutschland GmbH

Frankfurt/Main

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General Terms of Engagement



SECTION I

Independent Service Auditor's Assurance
Report on the Description of Controls,
their Design and Operating Effectiveness

(Provided by KPMG)

Independent Service Auditor's Assurance Report on the Description of Controls, their Design and Operating Effectiveness

To the Board of Directors of

Telehouse Deutschland GmbH, Frankfurt/Main

-hereinafter also referred to as „Telehouse“ or „company“-

Scope

We have been engaged to report on Telehouse' description of controls as related to Hosting- and IT processes as documented in Section II throughout the period October 1, 2013 to September 30, 2014, and on the design and operation of controls related to the control objectives stated in the description.

Telehouse' Responsibilities

Telehouse is responsible for: preparing the description and accompanying assertion as documented in section II of this report, including the completeness, accuracy and method of presentation of the description and assertion; providing the services covered by the description; stating the control objectives; and designing, implementing and effectively operating controls to achieve the stated control objectives.

KPMG's Responsibilities

Our responsibility is to express an opinion on the fairness of the presentation of Telehouse' description and on the suitability of the design and operating effectiveness of the controls to achieve the related control objectives stated in the description, based on our examination.

We conducted our examination in accordance with the International Standard on Assurance Engagements 3402 "Assurance Reports on Controls at a Service Organization," issued by the International Auditing and Assurance Standards Board.

This standard requires that we plan and perform our examination to obtain reasonable assurance about whether, in all material respects, the description is fairly presented and the controls are suitably designed and operate effectively to achieve the related control objectives, stated in the description throughout the period October 1, 2014 to September 30, 2014.

An assurance engagement to report on description, design and operating effectiveness of controls at a service organization involves performing procedures to obtain evidence about the disclosures in the service organization's description of its system and the design and operating effectiveness of controls. The procedures selected depend on the service auditor's judgment, in-

cluding the assessment of the risks that the description is not fairly presented, and that controls are not suitably designed nor operate effectively.

Our procedures included testing the operating effectiveness of those controls that we consider necessary to provide reasonable assurance, that the control objectives stated, in the description were achieved. An assurance engagement of this type also includes evaluating the overall presentation of the description, the suitability of the objectives stated therein, and the suitability of criterias, specified by the service organization and described in section II of this report.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Limitations of Controls at a Service Organization

Telehouse' description is prepared to meet the common needs of a broad range of customers and their auditors and therefore may not include every aspect of the system that each individual customer may consider important in its own particular environment. Also, because of their nature, controls at a service organization may not prevent or detect all errors or omissions in processing or reporting transactions.

The description of controls of Telehouse is dated as of September 30st, 2014, whereas information about tests of operating effectiveness of specific controls cover the period October 1st, 2013 to September 30st, 2014. Any projection of such information to the future is subject to the risk that, because of change, the description may no longer portray the controls in existence. The potential effectiveness of specific controls at Telehouse is subject to inherent limitations and, accordingly, errors or fraud may occur and not be detected. Furthermore, the projection of any conclusions, based on our findings, to future periods is subject to the risk that (1) changes made to the system or controls, (2) changes in processing requirements, or (3) changes required because of the passage of time, may alter the validity of such conclusions.

Opinion

Our opinion has been formed on the basis of the matters outlined in this report. The criteria we used in forming our opinion are those described in section III of this report.

- (1) the accompanying description fairly presents the aspects of Telehouse' controls that may be relevant to a customer's internal control system as it relates to an audit of financial statements as designed and implemented throughout the period October 1st, 2013 to September 30st, 2014;
- (2) the controls included in the description were suitably designed throughout the period October 1st, 2013 to September 30st, 2014 to achieve the control objectives, specified in the description, if those controls comply satisfactorily and customer organizations apply the controls contemplated in the design of Telehouse' controls;

- (3) the controls tested, which were necessary to provide reasonable assurance that the control objectives stated in the description were achieved, operated effectively throughout the period October 1st, 2013 to September 30st, 2014.

Description of Tests of Controls

In order to perform the procedures we considered necessary to render our opinion as expressed in the previous paragraph, we applied tests of specific controls, which are presented in section III of this report, in order to obtain evidence about their effectiveness in meeting the related control objectives, described in section III, during the period October 1st, 2013 to September 30st, 2014. The specific controls and the nature, timing, extent and results of the tests are listed in section III of this report. This information will be provided to customer organizations of Telehouse and to their auditors to be taken into consideration, along with information about the internal control environment at customer organizations, when making assessments of control risk for customer organizations.

Intended Users and Purpose

This report and the description of tests of controls as described in section III of this report are intended solely for the information and use of the management of Telehouse, its customers and the independent auditors of its customers, who have a sufficient understanding to consider, along with other information including information about controls operated by customers themselves, when assessing the risks of material misstatements of customers' financial statements. It is not intended to be, and should not be used by anyone other than these specified parties.

The relative effectiveness and significance of specific controls at Telehouse and their effect on assessments of control risk at user organizations are dependent on their interaction with the controls and other factors present at each individual user organization. We have performed no procedures to evaluate the effectiveness of controls for any individual user organization.

Additional information

The information included in section IV of this report is presented by Telehouse to provide additional information to user organizations and is not part of Telehouse' description of controls placed in operation. The information in section IV has not been subjected to the procedures applied in the examination of the description of the controls related to Telehouse processes, and accordingly, we do not express any opinion on it.

As a result of a flashover from a momentary short circuit on one of the main supply bus bars on the 27. April 2014, UPS Systems FTS 3-1 and FTS 3-2 have switched off. This has led to a failure in entire power supply in the area of Building A-North and Building-I, which, in turn, has caused a fire alarm in the room 142 in the Building A-North as well as malfunctions and failures in cooling at customer areas in buildings A, I, C3 and K. Both UPS System have been restored after more than 4 hours, all bus bars were back in operation after almost 8 hours.

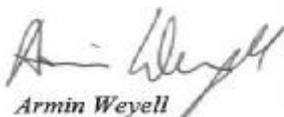
The terms governing this engagement are set out in the General Engagement Terms for Wirtschaftsprüfer and Wirtschaftsprüfungsgesellschaften [German Public Audit Firms] in the version dated January 1st, 2002, which are attached to this report as Appendix 1. In extension of the liability limitation sum specified in Sec. 9 (2), clause 1 of the General Terms the maximum amount of liability of EUR 4m for damages resulting from negligence will be limited to EUR 5m. The amount specified in Sec. 9(2), clause 5 of the General Terms of EUR 5m will remain unaffected.

By reading and using the information contained in this report, the recipient confirms notice of provisions of the General Engagement Terms (including the limitation of our liability as stipulated in Sec. 9(2) and accepts the validity of the attached General Engagement Terms.

Frankfurt/Main, 2. February 2015

KPMG AG

Wirtschaftsprüfungsgesellschaft



Armin Weyell

Wirtschaftsprüfer
(German equivalent to CPA)



Günter Kapitza

Certified Information Systems Auditor