



Interim Report Third Quarter 2013

Berlin, November 29th, 2013

CONTENT

	PAGE
Letter to the Shareholders	02
YOC at a Glance	04
Interim Consolidated Management Report	05
Interim Consolidated Financial Statements	12
YOC Contact	25
Financial Calendar	26
Imprint	27

Letter to the Shareholders

Dear Shareholders,

In the first three quarters of the current financial year, the YOC Group was not able to meet its planned targets. This is attributable on one hand, to wrong decisions by management, and on the other hand, to the strained liquidity situation, which is burdened by the outflow of cash on the back of the losses and loan repayments. We have planned personnel restructuring in management and the Management Board in detail, and will complete the implementation at the end of the year. These measures are already showing results - as is reflected in rising sales in the fourth quarter.

Sales in the first nine months of the current 2013 financial year amounted to EUR 20.5 million in our core segment Media together with the sold Mobile Technology segment (Sevenval). EBITDA stood at EUR -4.6 million as of 30 September. The Media core segment together with our Holding shows stagnating sales in the amount of EUR 13.7 million for this period and a cost structure relating to personnel and other operating expenses that is up 16 % on the previous year's period.

The sale of the Mobile Technology segment (Sevenval) was executed at the beginning of the third quarter and resulted in unsatisfying cash flow of EUR 5.0 million (including variable purchase price of up to EUR 6.5 million). The deconsolidation of the Sevenval GmbH business shares and the sold assets as of 31 July 2013 entailed a loss in the amount of EUR 0.8 million. EUR 2.3 million from the inflow of funds were used to repay loans.

Dear shareholders, we have clearly defined our objectives for the company's positive future development. We will expand and strengthen the market position of YOC AG as the leading mobile marketing provider. In order to be able to reach this objective, we will concentrate exclusively on our core business, thereby focusing on advertising products as well as stronger business relations and services for publishers.

To expand our product range and our publisher network, we will restructure our organisation and create new key positions (such as Vice President Product, International Publisher & Inventory Manager or Business Development Manager).

We will focus our product development on four areas:

1. The generation of new sales through automated trading of mobile advertising space in the field of programmatic selling (SSP/ad exchange) and demand side platforms (DSP).

2. Generation of additional sales in performance marketing (YOC Performance Network) with the spring 2014 launch of a competitive product for mobile CPA (conversion-based mobile performance advertising).
3. The YOC Audience product, i.e., the optimisation of the delivery of advertising based on target group criteria making advertising more effective.
4. The YOC Publisher Frontend, a reporting tool that guarantees our publishers better service.

Following a difficult year, YOC AG is now looking ahead: The right positioning of the company at the heart of a highly attractive growing market. By concentrating on our publishers, fast product development and product launches and by filling key positions in the company with new internal and external personnel we will be facing a far more successful performance in the 2014 financial year.

The YOC AG Supervisory Board appointed me to the company's Management Board with effect on 10 September 2013. I accept the challenge with a high degree of motivation and I am grateful for the commitment of our employees and the support of the team of advisors that is standing by me with great expertise. We are all facing this difficult situation and are determined to significantly advance the company performance.

We would like to thank you for your trust and are looking forward to the future!

Kind regards,



Dirk Kraus
Management Board YOC AG

YOC at a Glance

Segment Media und Holding (continuing operations) (in kEUR)	9M/2013	9M/2012	Change	Change in %
Revenue and earnings				
Total revenue	13.681	15.638	-1.957	-13%
Germany	6.308	6.559	-251	-4%
Other countries	7.373	9.079	-1.706	-19%
Total	14.311	16.176	-1.865	-12%
EBITDA	-5.524	-3.880	-1.644	-42%
EBITDA margin (in%)	-39%	-24%	k.A.	k.A.
Earnings after tax	-6.547	-4.801	-1.746	-36%
Earnings per share (diluted in EUR)	-2,43	-2,26	-0,17	-8%
Earnings per share (basic in EUR)	-2,43	-2,46	0,03	1%
Employees				
Average number of employees* ¹	106	116	-10	-9%
Number of employees at end of June	107	113	-6	-5%
Total output per employee (in kEUR)	135	139	-4	-3%
Segment Mobile Technology (discontinued operations) (in kEUR)				
	9M/2013 ²	9M/2012 ²	Change	Change in %
Revenue and earnings				
Total revenue	6.799	k.a.	k.a.	k.a.
Germany	5.387	k.a.	k.a.	k.a.
Other countries	1.412	k.a.	k.a.	k.a.
Total	7.291	k.a.	k.a.	k.a.
EBITDA	926	k.a.	k.a.	k.a.
EBITDA margin (in%)	13%	k.a.	k.a.	k.a.
Earnings after tax	-2.384	k.a.	k.a.	k.a.
Earnings per share (diluted in EUR)	-0,88	k.a.	k.a.	k.a.
Earnings per share (basic in EUR)	-0,88	k.a.	k.a.	k.a.
Employees				
Average number of employees* ¹	114	111	3	3%
Number of employees at end of June	105	111	-6	-5%
Total output per employee (in kEUR)	64	k.a.	k.a.	k.a.
Group (in kEUR)				
Financial position and liquidity				
Total assets	8.719	23.061 ³	-4.977	-22%
Equity ration (in %)	k.a.	12 % ³	k.a.	k.a.
Cash flow from operative activities	-4.487	-2.722	-1.765	>-100%

*¹ Based on permanent employees

*² Deconsolidation was carried out on 31/07/2013, therefore comparability to the previous year is not given

*³ at 31/12/2012

Where rounded figures are used, differences may occur due to commercial rounding

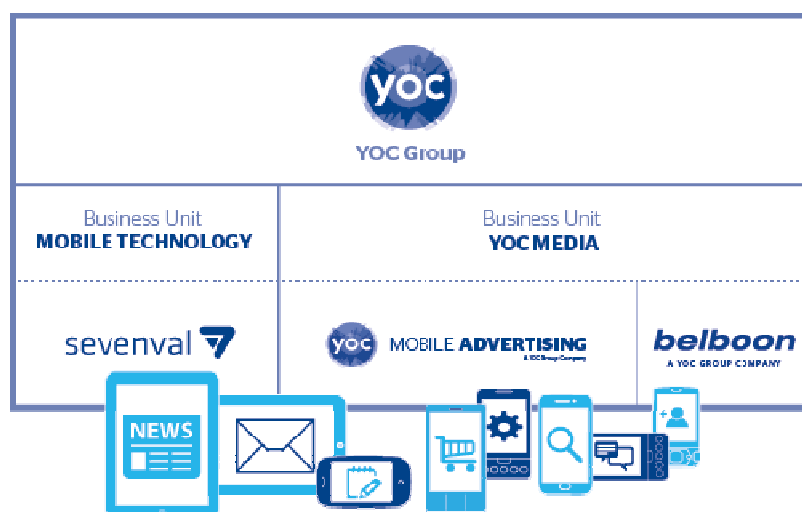
Interim Consolidated Management Report

(unaudited)

The YOC Group has undergone a great transition in the last few months. The most significant change was the sale of the Mobile Technology segment as of 31 July 2013.

As a result of the sale, Sevenval GmbH and assets that were allocated to the Mobile Technology segment were deconsolidated. The effects of the sale on net assets, the financial position and the result of operations are illustrated in detail in item 3 of the notes to the financial statement.

In line with the focus on the company's core competences, the following statements refer only to the continued operations of Media and the holding company.



Business development of the YOC Group as of Q3 2013

Total revenue of the YOC Group dropped 13% in the period under review to EUR 13.7 million (9M/2012: EUR 15.6 million).

The YOC Group's operating earnings before interest, tax, depreciation and amortization (EBITDA) came to EUR -5.5 million in the first nine months of 2013 (9M/2012: EUR -3.9 million).

The cash flow from operating activities stood at EUR -4.5 million.

YOC MEDIA

Mobile Advertising

In the Mobile Advertising business area, YOC Group markets the mobile internet portals and applications of media companies, publishing groups and independent portal operators as well as the applications for internet-enabled end devices and generates advertising sales from these. Throughout the course of targeted mobile marketing, YOC works particularly closely with media and advertising agencies, and directly with advertising companies from the consumer goods, services and financial industries.

It is operated on a CPM (cost per mille), reach and performance basis. YOC thus offers its customers the complete spectrum of mobile marketing solutions. With a portfolio of several hundred international publishers, YOC Media Network has the largest premium media network in Europe. Premium pages such as The Sun, krone.at, MTV and Europa Press are marketed at a fixed price.

With its YOC Media Network, YOC offers classic banner formats, video ad formats to monetise video content and interactive rich media advertising formats, which proactively involve users and thus contribute to positive brand building. Premium-based campaigns focus above all on branding and image, but also factor in the advertiser's awareness targets. To achieve these objectives and create maximum visibility, media agencies nowadays use high-profile rich media advertising formats such as the YOC Interactive Cube Ad, which strongly involve the users.

Affiliate Marketing

Within the YOC Group, the subsidiary belboon GmbH (formerly belboon-adbutler GmbH) represents the performance marketing network belboon. With around 1,300 partner programmes and 65,000 active publishers from 30 countries, belboon is one of the top three affiliate networks on the German-speaking market. It includes online and mobile marketing, which is operated on a performance-based pricing model. Publishers and advertisers can thus benefit from significant synergy effects due to a purely performance-based pricing model and exceptional network reach. The expansion of the international operations of belboon is focused on the French market in particular. A constantly increasing reach in Europe is part of the aims of the network in terms of organic growth.

An affiliate network provides an independent internet-based platform, which acts as a marketplace for advertisers, merchants and sales partners. Therefore, belboon links the online and mobile advertising of advertisers to the advertising space of publishers.

The portfolio of services offered by the affiliate network provides its customers with marketing solutions which are tailored to individual needs. These include retargeting, performance display advertising, SEO/SEM, voucher code marketing, social media marketing, affiliate marketing, e-mail marketing and mobile affiliate marketing.

belboon is responsible for the financial interactions between business partners and the administrative technology. This includes the tracking and classification of generated commissions via tracking technologies and the provision of sophisticated management and

controlling platforms for advertisers and publishers. In line with the industry standards, belboon operates its services according to a performance-based pricing model, mainly based on generated sales and leads.

Development of net assets, financial position and results of operations

Revenue trend and total operating revenue

In the first nine months of the 2013 financial year, the YOC Group's revenue declined by 13% to EUR 13.7 million (previous year: EUR 15.6 million).

Total operating revenue in the Group also dropped by 12% down to EUR 14.3 million in the period under review of the current financial year (previous year: EUR 16.2 million).

Revenue by region

The company posted revenue declines both in Germany and abroad. The fall in revenue compared to the prior-year period in the German domestic market is primarily attributable to the strategic decision to shut down the ubiyoo platform.

In Austria and Spain, YOC saw revenue growth compared to the previous year, whereas the trend in France went the other way. The change in the publisher portfolio means that the YOC Group suffered a revenue decline compared to the same period last year in France. The English market did not perform according to plan due to the overall market sentiment, thus failing to reach the previous year's level.

Gross income

The gross margin rose moderately in the first nine months of 2013 from 27% in the previous year to 28% in the period under review. This increase is attributable to the slightly disproportionat reduction in expenses for goods and services, which dropped by 13% to EUR 10.3 million (previous year: EUR 11.9 million).

Personnel expenses and personnel development

In the first nine months of 2013, the average number of staff stands at 106 employees (previous year: 110 employees). Compared to the previous quarter, the number of employees is basically unchanged.

Personnel expenses of the **Media** segment exceeded the prior-year level significantly at EUR 4.9 million (EUR 4.3 million). Compensation for severance payments and higher bonuses and commissions in the first quarter of 2013 were the main reasons for the overall increase despite a reduction in the number of staff.

The **Holding** had a decline in personnel expenses of EUR 0.4 million to EUR 1.1 million (prior year: EUR 1.5 million) due to the restructuring of management.

Other operating expenses

Other operating expenses of **Media** increased by EUR 0.4 million to EUR 1.9 million (previous year: EUR 1.5 million). Together with expenses incurred by the **Holding**, other operating expenses total EUR 3.5 million (previous year: EUR 2.3 million). Expenses for legal advice and consulting, mainly in the scope of the sale of the Mobile Technology segment (Sevenval), had a particularly strong impact in Q2 2013.

Altogether, the relation to total operating revenue is 24% (previous year: 14%).

EBITDA

In **Media**, operating earnings before interest, tax, depreciation and amortisation amount to EUR -2.8 million in Q3 2013 (previous year: EUR -1.5 million). Although a negative sales trend occurred, the main reason for the decrease by EUR -1.3 million in comparison to the same period last year is primarily attributable to a considerable rise in the cost structure.

Together with the expenses of the **Holding** organisation in the amount of EUR -2.7 million (previous year: EUR -2.4 million), the company's operating business suffered an operating loss overall in the first nine months of 2013.

Earnings after tax

The Group's net income comes to EUR -6.5 million in the period under review (previous year: EUR -4.8 million).

The sale of Sevenval led to a reduction in deferred tax assets for losses generated in Germany in the amount of EUR 0.6 million. This tax expense has no effect on cash flow.

The income of deconsolidating the Mobile Technology segment amounts to EUR -3.2 million and particularly contains the impairment of goodwill of the sold segment in the scope of valuation pursuant to IFRS 5 in the amount of EUR 3.1 million, which was already performed in the first half of 2013. In contrast, the sold segment generated operating income of EUR 0.9 million until July 2013.

Financial position and net assets

On the reporting date, YOC Group's cash and cash equivalents amounted to EUR 0.9 million, showing an increase in liquidity by EUR 0.6 million compared to 31 December 2012.

Cash flow from operating activities stood at EUR -4.5 million in the first nine months of 2013 (previous year: EUR -2.7 million), thus basically reflecting the business performance in the current financial year.

Cash flow from deinvesting activities amounted to EUR 5.0 million resulting from the inflow of the fixed purchase price concerning the sale of the Mobile Technology segment completed with effect from 31 July 2013. It was primarily use to reduce current liabilities.

Cash flow from investing activities amount to EUR 0.3 million and pertain to payments for investments in property, plant and equipment and intangible assets as well as on development costs in connection with the further development of technological platforms and new products. Technological competitiveness is essential for the YOC Group's further growth and the expansion of the market position, which is why we are pressing ahead with further development and new development of our software solutions and platforms in-house.

The positive cash flow from investing activities amount to EUR 4.7 million in total for the period under review.

Cash flow from financing activities amounts to EUR 0.7 million in the period under review.

In addition to the repayment of loans as scheduled, the company also repaid a total of EUR 2.6 million in loan liabilities to banks in the first nine months of 2013 as agreed, using the proceeds from the sale of the Mobile Technology segment. Furthermore, the shareholder loan from DIH Deutsche Industrie-Holding GmbH, Frankfurt/Main, in the amount of EUR 0.4 million that was taken out at the end of April 2013 was largely paid back as well.

The company was also able to place two capital increases in February and May 2013 with total issue proceeds of EUR 3.1 million.

The sold Mobile Technology contributes a total cashflow amounting to EUR 0.3 million for the period from January until July 2013. It mainly contains from changes in working capital and cash-effective investing activities.

The YOC Group's total assets amounted to EUR 8.7 million on 30 September 2013, down 62% since 31 December 2012. The decline is attributable first and foremost to the sale of the Mobile Technology segment and the corresponding adjustments to the balance sheet.

Risks and outlook

Risk report

The YOC Group is an internationally oriented service provider operating in a dynamic market, which naturally involves company and sector-specific risks as well as financial risks. These primarily include risks in connection with the market and the competitive environment, technological risks, liability risks, personnel risks, planning risks, organisational risks as well as financial and treasury risks. Such risks may arise from the Group's own business actions or from external factors. The YOC Group has taken measures to identify and reduce potential risks early on. For this purpose, a corresponding risk management system was set up. Within this system, risks are regularly recorded, evaluated and, if necessary, continually monitored through a Group-wide risk inventory.

The YOC Group's risk policy, which was established by the Management Board, remains unchanged and is a fixed component of the company policy seeking to achieve sustainable growth, increase the value of the company and guarantee the Group's continued existence in the long term. In this context, the company consciously takes necessary risks under consideration of the risk/return ratio in order to make use of market opportunities and to be able to exploit the generated potential for success.

Due to the anticipatory risk controlling measures within the internal control system, risks and opportunities can be identified and evaluated early on, meaning that the company can promptly react to such risks and opportunities in an appropriate manner, thereby guaranteeing efficient control in the interest of the company's success.

Measures to be taken in the scope of risk control are implemented by the operating units.

With cash and cash equivalents of EUR 0.9 million as of 30 September 2013, the company has a rather low liquidity reserve in relation to the company's size. For this reason and to strengthen the equity base, the Management Board performed capital increases in February and May 2013 which generated total cash proceeds of EUR 3.1 million. The Annual General Meeting in June 2013 approved additional capital increases up to a nominal amount of EUR 0.572 million. The Management Board was also authorised to increase share capital by a nominal amount of up to EUR 1.3 million until June 2018 by issuing new shares with the consent of the Supervisory Board.

In July 2013 the sale of the Mobile Technology segment added EUR 5.0 million to cash and cash equivalents. The sales contract additionally provides for a variable purchase price component of up to EUR 1.5 million, EUR 0.5 million of which are recognised on the balance sheet for precautionary reasons. Following the sale, all the acquisition loans of Commerzbank AG in the amount of EUR 1.9 million and the shareholder loan of DIH Deutsch Industrie-Holding GmbH amounting to EUR 0.4 million were paid back.

The constricted liquidity is a risk to the future of the company as a going concern. The future of the company as a going concern depends, firstly, on the success of additional financing measures and, secondly, on the feasibility of the future business performance.

Outlook

Following the sale of the Mobile Technology segment, the YOC Group has been concentrating exclusively on market opportunities arising in the Media segment, the company's core competence, since August 2013.

The short and medium-term company strategy focuses on the further expansion and constant optimisation of services for publishers as they are the most important pillar of the company due to their reach.

At the same time, the YOC Group is concentrating more strongly on the development of innovative and tailor-made products that meet the high standards of the advertising industry.

In the fourth quarter of 2013, the company anticipates an improvement in the earnings situation over the first nine months of the financial year on the back of positive revenue impulses in the growing Media segment, by focusing on the company's core competences and through considerable cost cuts. Overall, the YOC Group expects to post an operating loss in 2013.

With regard to the opportunities for the YOC Group's future performance, the YOC Group refers to the Management Report of the 2012 Annual Report as no major changes are expected in this respect.

Interim Consolidated Financial Statements

(unaudited)

Consolidated Statement of Comprehensive Income

Consolidated Income Statement Q3/2013 (in EUR)	Q3/2013	Q3/2012
Revenue	4.050.252	5.105.924
Own work capitalised	33.421	81.341
Other operating income	243.974	207.283
Total output	4.327.647	5.394.547
Expenses for goods and services	2.930.703	4.019.656
Personnel expenses	1.996.746	2.342.386
Other operating expenses	1.287.662	596.690
EBITDA	-1.887.464	-1.564.184
Depreciation and amortisation expenses	71.992	348.298
EBIT	-1.959.458	-1.912.482
Financial income	111	39.080
Financial expenses	15.183	63.126
Financial result	-15.073	-24.046
EBT	-1.974.529	-1.936.528
Income taxes	558.016	52.302
Net income continuing operations	-2.532.545	-1.988.831
Net income discontinued operations	-461.545	569.805
Net income	-2.994.090	-1.419.026
Earnings per share		
Earnings per share basic	-1,11	-0,73
Earnings per share diluted	-1,11	-0,67
Earnings per share continuing operations		
Earnings per share basic	-0,94	-1,02
Earnings per share diluted	-0,94	-0,94

Consolidated statement of comprehensive income Q3/2013 (in EUR)	Q3/2013	Q3/2012
Net income	-2.994.090	-1.419.026
Unrealised gains from foreign currency translation	-48.932	3.835
Total other comprehensive income	-48.932	3.835
Total comprehensive income	-3.043.022	-1.415.191

› The figures are not subject to an auditor's review.

Minor calculation differences may occur due to commercial rounding of individual items and percentage values.

Consolidated Statement of Comprehensive Income

Consolidated Income Statement 9M/2013 (in EUR)	9M/2013	9M/2012
Revenue	13,681.423	15,637.921
Own work capitalised	89.320	190.274
Other operating income	540.345	348.027
Total output	14,311.089	16,176.223
Expenses for goods and services	10,354.979	11,867.697
Personnel expenses	5,979.122	5,921.451
Other operating expenses	3,500.899	2,267.536
EBITDA	-5,523.911	-3,880.462
Depreciation and amortisation expenses	396.904	776.751
EBIT	-5,920.815	-4,657.213
Financial income	16.036	102.974
Financial expenses	70.879	218.109
Financial result	-54.842	-115.135
EBT	-5,975.658	-4,772.348
Income taxes	571.419	28.290
Net income continuing operations	-6,547.077	-4,800.638
Net income discontinued operations	-3,193.386	687.775
Net income	-9,740.463	-4,112.863
Earnings per share		
Earnings per share basic	-3,31	-2,11
Earnings per share diluted	-3,31	-1,94
Earnings per share continuing operations		
Earnings per share basic	-2,43	-2,46
Earnings per share diluted	-2,43	-2,26

Consolidated statement of comprehensive income 9M/2013 (in EUR)	9M/2013	9M/2012
Net income	-9,740.463	-4,112.863
Unrealised gains from foreign currency translation	-25.255	-20.174
Total other comprehensive income	-25.255	-20.174
Total comprehensive income	-9,765.718	-4,133.037

› The figures are not subject to an auditor's review.

Minor calculation differences may occur due to commercial rounding of individual items and percentage values.

Consolidated Statement of Financial Position

in EUR	30/09/2013	31/12/2012 (audited)
ASSETS		
Non-current assets	3.185.396	3.772.769
Property, plant and equipment	580.935	679.748
Goodwill	1.639.739	1.639.739
Intangible assets	741.445	756.613
Deferred tax assets	223.276	696.668
Current assets	5.533.988	19.288.287
Trade receivables	3.457.046	4.828.697
Other receivables	1.179.762	282.009
Tax assets	12.908	43.951
Securities	0	14.101
Cash and cash equivalents	884.272	235.737
Assets classified as held-for-sale	0	13.883.792
Total assets	8.719.384	23.061.055
EQUITY AND LIABILITIES		
Equity	-3.964.473	2.702.568
Subscribed capital	2.858.500	2.380.000
Additional paid in capital	20.197.269	17.585.298
Retained earnings	-27.031.169	-17.298.913
Other comprehensive income from currency translation differences	61.246	86.501
Own shares	-50.319	-50.319
Non-current liabilities	414.778	404.999
Provisions	59.799	52.297
Other liabilities	322.381	289.488
Other financial liabilities	6.072	35.671
Deferred tax liabilities	26.526	27.542
Current liabilities	12.269.079	19.953.489
Prepayments received	1.558.931	1.945.002
Trade payables	3.482.601	3.867.915
Loans and borrowings	957.610	3.493.677
Other liabilities	1.431.595	2.045.098
Other financial liabilities	4.561.439	4.288.505
Tax liabilities	0	157.912
Provisions	276.902	75.000
Liabilities associated with assets classified as held-for-sale	0	4.080.379
Total equity and liabilities	8.719.384	23.061.055

› The figures are not subject to an auditor's review.

Minor calculation differences may occur due to commercial rounding of individual items and percentage values.

Consolidated Statement of Cash Flows

in EUR	9M/2013	9M/2012
Net income	-6.547.077	-4.800.638
Depreciation, amortisation and impairments	396.904	776.751
Taxes recognised in the income statement	571.419	28.290
Interest recognised in the income statement	54.842	-115.135
Other non-cash income and expenses	2.091.328	-32.107
Cash-Earnings	-3.432.583	-4.142.841
Result from disposal of assets	-467	138.696
Changes in receivables and other receivables	0	0
Changes in receivables and other receivables	519.042	-344.255
Changes in liabilities, prepayments and other liabilities	-1.482.899	1.871.632
Changes in provisions	205.375	-36.721
Interest received	547	1.125
Interest paid	-63.238	-176.826
Income taxes paid	-233.162	-33.066
Cashflow from operating activities	-4.487.384	-2.722.257
Disposal Mobile Technology	5.000.000	0
Acquisition of shares		-294.157
Purchase of property, plant and equipment	-92.390	-501.846
Purchase of intangible assets	-87.833	-13.335
Outflow from development costs	-89.320	-190.274
Cashflow from investing activities	4.730.456	-999.611
Inflows from capital increases	3.162.500	1.787.500
Transaction costs related to issuance of new shares	-100.000	-37.067
Repayment of liabilities under finance lease	-35.622	-14.924
Repayment of bank loans	-2.938.670	-410.500
Issuance of bank loans	610.000	957.610
Cashflow from financing activities	698.208	2.282.620
Net increase / decrease	941.280	-1.439.249
Net increase / decrease sold unit	-316.816	597.331
Changes in cash and cash equivalents due to exchange rates	0	2
Cash and cash equivalents at the beginning of the period	259.809	1.571.368
Cash and cash equivalents at the end of the period	884.272	729.452

› The figures are not subject to an auditor's review.

Minor calculation differences may occur due to commercial rounding of individual items and percentage values.

Consolidated Statement of Changes in Equity

in EUR	Subscribed capital	Additional paid in capital	Retained earnings	Other comprehensive income from currency translation differences	Own shares	Total
as of 01/01/2013	2.380.000	17.585.298	-17.298.913	86.501	-50.319	2.702.568
Net income			-9.740.463			-9.740.463
Currency translation differences			2.063	-25.255		-23.192
Other adjustments			6.144			6.144
Comprehensive income	0	0	-9.732.256	-25.255	0	-9.757.511
Issuance of subscribed capital	478.500	2.684.000				3.162.500
Stock option programme		45.384				45.384
Transaction costs including tax benefits		-117.412				-117.412
as of 30/06/2013	2.858.500	20.197.269	-27.031.169	61.246	-50.319	-3.964.473
as of 01/01/2012	1.915.000	15.013.956	-5.955.498	58.237	-50.319	10.981.376
Net income			-4.112.865			-4.112.865
Currency translation differences				24.922		24.922
Comprehensive income	0	0	-4.112.865	24.922	0	-4.087.943
Issuance of subscribed capital	275.000	1.512.500				1.787.500
Stock option programme		-27.488				-27.488
Transaction costs including tax benefits						0
as of 30/06/2012	2.190.000	16.498.968	-10.068.363	83.159	-50.319	8.653.445

No shares are held by non-controlling shareholders

› The figures are not subject to an auditor's review.

Minor calculation differences may occur due to commercial rounding of individual items and

Notes to the financial statements

1. General information

YOC AG, headquartered at Karl-Liebknecht-Straße 1, Berlin, Germany, is an international service provider in the fields of Media (marketing of media packages and advertising formats).

YOC AG is listed in the Prime Standard of the Frankfurt Stock Exchange under the identification number WKN 593273 / ISIN DE 0005932735.

2. Principles for the preparation of the financial statements, accounting and valuation methods

Principles for the preparation of the financial statements

YOC AG's interim financial statements as of 30 September 2013 were prepared in compliance with the German Securities Trading Act (WpHG). The interim consolidated financial statements were prepared as condensed financial statements pursuant to IAS 34 and comply with Section 315a of the German Commercial Code (HGB) and are in accordance with the rules of the International Financial Reporting Standards (IFRS) of the International Accounting Standards Board (IASB) as adopted by the European Union and valid on the reporting date as well as the interpretations of the IFRS Interpretations Committee (IFRS IC).

The condensed and unaudited interim consolidated financial statements of YOC AG do not contain all the information and disclosures required for the preparation of complete financial statements at the end of the financial year. Therefore, we recommend reading the interim financial statements together with the consolidated financial statements for the 2012 financial year.

Accounting and valuation methods

In the first nine months of 2013, all the Standards that have been mandatory since 01 January 2013 were applied.

IFRS 13 for the first time provides a concept for the measurement and provision of information on fair value as far as such information is required or permitted by other IFRS Standards. IFRS 13 harmonises the fair value definition as the price that would have to be paid in the scope of a proper transaction for the sale of an asset or the transfer of a liability among market participants on the valuation date. In addition, the Standard supplements and replaces the requirements regarding information on the measurement of the fair value in other IFRS Standards, including IFRS 7 'Financial Instruments: Disclosures': The first-time application of this Standard does not have any material effect on the

measurement of assets and liabilities. Adjustments pertain in particular to the Notes to the financial statements. According to the Standard, the information that had to be disclosed on the market values of financial instruments and the classification of financial instruments at the end of the financial year now also has to be disclosed in the interim financial statements.

The other accounting standards that must be applied for the first time in the 2013 financial year have no effect on the presentation of net assets, the financial position and results of operations in the consolidated interim financial statements. The Notes to the 2012 Annual Report include a detailed presentation of these accounting standards.

3. Sale of the Mobile Technology segment

YOC AG has sold its Sevenval GmbH subsidiary based in Cologne, assets of Sevenval Ltd. based in London, assets that belong to the Mobile Technology segment of YOC AG and assets of YOC Central Eastern Europe GmbH based in Vienna to a subsidiary of Berlin Technologie Holding GmbH with effect from 31 July 2013. In the course of the sale, Sevenval GmbH was deconsolidated. YOC AG received a fixed purchase price amounting to EUR 5.0 million. Additionally, the variable component of the purchase price amounts up to EUR 1.5 million.

The following table shows the income components of discontinued operations until 31 July 2013:

Net income of sold operations (in EUR)	7M/2013	2012
Income	7.291.353	13.995.124
Expenses	-6.365.321	-12.449.718
Gross income from revenue	926.032	1.545.406
Depreciation and amortisation expenses	-66.304	-1.029.682
Financial income	0	-2.320
Impairment expenses from the revaluation at fair value less selling costs	-3.055.000	-800.000
EBT of sold operations	-2.195.272	-286.596
Taxes	-188.933	935
Net income of sold operations	-2.384.205	-285.661

The main components of the discontinued operations' assets and liabilities as of 31 July 2013 are as follows:

Assets and liabilities of the sold operations (in EUR)	31/07/2013	31/12/2012
Property, plant and equipment	390.210	454.162
Goodwill	3.740.018	6.795.018
Intangible assets	2.994.340	2.785.989
Deferred tax assets	0	15.795
Trade receivables	3.968.842	3.614.854
Other assets	138.587	193.903
Cash and cash equivalents	676	24.072
Sold assets	11.232.674	13.883.792
Provisions	0	2.014
Deferred tax liabilities	1.052.059	863.126
Prepayments received	727.174	331.894
Trade payables	324.100	601.585
Liabilities resulting from PoC	647.052	1.065.745
Other liabilities	413.853	393.054
Other financial liabilities	470.106	822.961
Sold liabilities	3.634.343	4.080.379

The cash flow from discontinued operations in July 2013 is as follows:

Cash flow of sold operations (in kEUR)	7M/2013	2012
Operating cash flow	-6	1.182
Investing cash flow	-311	-604
Financing cash flow	0	-11
Cash flow of sold operations	-317	567

4. Notes to the balance sheet

The notes to the balance sheet pertain solely to the Media segment (continued operations).

Equity

In February 2013, YOC AG implemented a capital increase amounting to 220,000 no-par bearer shares with a nominal share in share capital of EUR 1.00 per share in order to shore up its capital base. The issue was at EUR 8.50 per share.

In May 2013, YOC AG implemented another capital increase amounting to 258,500 no-par bearer shares with a nominal share in share capital of EUR 1.00 per share in order to shore up its capital base. The issue was at EUR 5.00 per share.

The Annual General Meeting on 6 June 2013 approved an ordinary cash capital increase with subscription rights with a volume of up to a nominal amount of EUR 571,700.00 to strengthen the equity base.

In addition, the Annual General Meeting approved new authorised capital according to which the Management Board is authorised to increase the company's share capital on one or more occasions up to a total nominal amount of EUR 1,300,000.00 until June 2018 by issuing new shares against cash contributions and/or contributions in kind.

Loans

Following the sale of the Mobile Technology segment, all acquisition loans with a total amount of EUR 1.9 million were repaid in July 2013.

YOC AG still has a credit line amounting to EUR 1.0 million at its disposal from the commercial bank. As of 30 September 2013, the credit line drawdown was unchanged at EUR 0.96 million. It is subject to an interest rate of 3.5% p.a. as of 30 September 2013.

Other disclosures regarding financial instruments

The following table shows the book values and fair values of the financial assets and liabilities as recognised in the interim consolidated financial statements as well as their classification in accordance with IAS 39 and the level of the fair value hierarchy:

YOC AG - Interim Report Third Quarter 2013

30/09/2013 (in kEUR)	Measured at fair value	Recognised at amortised cost	Non-financial assets/ liabilities	Total as of 30/09/2013	Measurement category IAS 39 ¹⁾	Fair value hierarchy
ASSETS						
Cash and cash equivalents		884		884	LaR	n/a
Trade receivables		3.457		3.457	LaR	n/a
Other assets		700	480	1.180	LaR	n/a
Securities				0	AfS	Stufe 1
LIABILITIES						
Loans from banks		958		958	FLAC	n/a
Trade payables		3.483		3.483	FLAC	n/a
Other liabilities		4.567	1.754	6.321	FLAC	n/a
thereof finance lease obligations		47				
31/12/2012 (in kEUR)						
ASSETS						
Cash and cash equivalents		236		236	LaR	n/a
Trade receivables		4.829		4.829	LaR	n/a
Other assets		29	253	282	LaR	n/a
Securities	14			14	AfS	Stufe 1
LIABILITIES						
Loans from banks		3.494		3.494	FLAC	n/a
Trade payables		3.868		3.868	FLAC	n/a
Other liabilities		4.324	2.335	6.659	FLAC	n/a
thereof finance lease obligations		77				

¹⁾ AfS: available for sale financial assets; LaR: loans and receivables; FLAC: other financial liabilities measured at amortized cost;

Securities (Level 1) are measured on the basis of quoted market prices on active markets.

The fair value of receivables and liabilities that are measured at amortised cost is determined by means of discounting using a market interest rate with the corresponding risk level and maturity. Owing to reasons of materiality, the fair value of current balance sheet items equals the value as stated in the balance sheet.

5. Segment reporting

Segment reporting is based on the internal management structure. The Group is made up of the following reportable business segments:

1. Media
2. Mobile Technology (discontinued operations)

The following table shows the earnings of the individual segments. In accordance with the internal reporting structure, EBITDA is used as the measure of earnings:

	Continuing operations	Discontinued operations			
Segment reporting (in kEUR)	Media	Mobile Technology	Overhead	Consolidation	YOC Group
9M 2013					
External revenue	13.681	6.799			20.480
Internal revenue	0	24		-24	0
Total revenue	13.681	6.823		-24	20.480
Own work capitalised	89	232			321
Other operating income	540	260			800
Total output	14.311	7.291			21.602
Costs of goods sold	10.355	585			10.940
Personnel expenses	4.868	4.585	1.111		10.564
Other operating expenses	1.885	1.196	1.616		4.697
EBITDA	-2.797	926	-2.727		-4.598
9M 2012					
External revenue	15.638	10.340			25.978
Internal revenue	107	201		-307	
Total revenue	15.745	10.541		-307	25.978
Own work capitalised	190	352			542
Other operating income	348	514			862
Total output	16.176	11.206			27.383
Costs of goods sold	11.868	2.076			13.944
Personnel expenses	4.327	5.900	1.594		11.822
Other operating expenses	1.477	1.647	790		3.915
EBITDA	-1.496	1.583	-2.385		-2.298

EBITDA of continuing operations (Media and Holding) is reconciled to net income as follows:

Reconciliation (in kEUR)	9M/2013
EBITDA (continuing operations)	-5.524
Depreciation and amortisation	-397
Financial result	-55
Taxes	-571
Net income from continuing operations	-6.547
Net income from discontinued operations	-3.193
Net income	-9.740

6. Cash flow statement

On the reporting date, YOC Group's cash and cash equivalents amounted to EUR 0.9 million, showing an increase in liquidity by EUR 0.6 million compared to 31 December 2012.

Cash flow from operating activities stood at EUR -4.5 million in the first nine months of 2013 (previous year: EUR -2.7 million), thus basically reflecting the business performance in the current financial year.

Cash flow from deinvesting activities amounted to EUR 5.0 million resulting from the inflow of the fixed purchase price concerning the sale of the Mobile Technology segment completed with effect from 31 July 2013. It was primarily use to reduce current liabilities.

Cash flow from investing activities amount to EUR 0.3 million and pertain to payments for investments in property, plant and equipment and intangible assets as well as on development costs in connection with the further development of technological platforms and new products. Technological competitiveness is essential for the YOC Group's further growth and the expansion of the market position, which is why we are pressing ahead with further development and new development of our software solutions and platforms in-house.

The positive cash flow from investing activities amount to EUR 4.7 million in total for the period under review.

Cash flow from financing activities amounts to EUR 0.7 million in the period under review.

In addition to the repayment of loans as scheduled, the company also repaid a total of EUR 2.6 million in loan liabilities to banks in the first nine months of 2013 as agreed, using the proceeds from the sale of the Mobile Technology segment. Furthermore, the shareholder loan from DIH Deutsche Industrie-Holding GmbH, Frankfurt/Main, in the amount of EUR 0.4 million that was taken out at the end of April 2013 was largely paid back as well.

The company was also able to place two capital increases in February and May 2013 with total issue proceeds of EUR 3.1 million.

The sold Mobile Technology contributes a total cashflow amounting to EUR 0.3 million for the period from January until July 2013. It mainly contains from changes in working capital and cash-effective investing activities.

The YOC Group's total assets amounted to EUR 8.7 million on 30 September 2013, down 62% since 31 December 2012. The decline is attributable first and foremost to the sale of the Mobile Technology segment and the corresponding adjustments to the balance sheet.

7. Guarantees, contingent liabilities and similar obligations

Since the interim financial statements as of 30 June 2013, the following changes apply to this item:

At the end of July 2013, YOC AG agreed with the lending bank, as part of the sale of the Mobile Technology segment, to fully repay the acquisition loan in the amount of EUR 1.9 million. The full amount has been repaid. The bank, in turn, released the blanket assignment naming all YOC AG's and Sevenval GmbH's domestic trade receivables as security.

The company agreed with DIH Deutsche Industrie-Holding GmbH at the end of July 2013 to release the shares in Sevenval GmbH that were pledged to secure the shareholder loan granted for repayments effected in Q3 in the amount of EUR 0.4 million plus the accrued interest (8.5% p.a.).

Therefore there are no guarantees or contingent liabilities as of 30 September 2013.

8. Related party disclosures

Except the shareholder loan specified in section 6 and 7 there are no related party transactions of relevance.

9. Events after the interim reporting period

The following significant events took place after 30 September 2013 until publication of the interim financial statements:

In October 2013 Dirk Freytag resigned as CEO of YOC AG for health reasons. The founder Dirk Kraus, who was appointed to the Management Board in September 2013, took over sole management of the company.

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Financial Calendar

22/03/2014

Publication of the provisional annual results for 2013

29/04/2014

Publication of 2013 Financial Statements and press conference

29/05/2014

Interim Report First Quarter 2014

31/07/2014

Annual general meeting of Shareholders

28/08/2014

Report First Half of 2014

27/11/2014

Interim Report Third Quarter 2014

» **Provisional dates. An updated version can be found at <http://ir.yoc.com>**

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