

**HomeAdvisor GmbH  
Ismaning**

**Notice pursuant to Sec. § 23 para. 1 sentence 1 no. 2 Securities Acquisition and Takeover Act (*Wertpapiererwerbs- und Übernahmegesetz*) (WpÜG) as well as concerning Closing Conditions and the Additional Acceptance Period**

**The information contained in this document must not be publicly announced or disseminated in whole or in part, in, within or from countries where such a public announcement or dissemination may constitute a violation of pertinent statutory provisions.**

HomeAdvisor GmbH, having its registered seat at Ismaning, (the "**Offeror**") has published an offering memorandum on November 21, 2016, for its voluntary public takeover offer to the shareholders of MyHammer Holding AG, Berlin ("**MyHammer Holding**"), for the acquisition of all bearer shares with no par value in MyHammer Holding AG (ISIN DE000A11QWW6) (one "**MyHammer Holding Share**" or jointly the "**MyHammer Holding Shares**") against payment of a consideration in the amount of EUR 5.15 per MyHammer Holding Share (the "**Offering Memorandum**"). On December 19, 2016, the Offeror has published a memorandum to revise the Offering Memorandum, pursuant to which the shareholders of MyHammer Holding will now be offered the payment of a consideration of EUR 6.50 per MyHammer Holding Share.

The period for the acceptance of this Offer was extended due to a competing offer according to Sec. 22 para 2. WpÜG and now ends on January 9, 2017 at 12:00 PM (Central European Time).

On January 12, 2017, at 10:00 AM (Central European Time) ("**Notification Effective Date**"), the registered share capital of MyHammer Holding (the "**MyHammer Holding Share Capital**") amounted to EUR 5,012,500 divided into 5,012,500 ordinary bearer shares, each share representing a notional amount of EUR 1.00 in the registered share capital.

**I.**

**Notice pursuant to Sec. § 23 para. 1 sentence 1 no. 2 WpÜG**

1. Until the end of the Acceptance Period, the Offer was accepted for a total of 13,956 MyHammer Holding Shares, corresponding to a share of approx. 0.28 % of the MyHammer Holding Share Capital and the voting rights in MyHammer Holding.
2. Until the end of the Acceptance Period, the Offeror directly held 3,554,118 MyHammer Holding Shares, corresponding to approx. 70.91 % of the MyHammer Holding Share Capital and the voting rights in MyHammer Holding. The voting rights in MyHammer Holding arising from the MyHammer Holding Shares were attributed to the Persons Controlling the Offeror pursuant to Sec. 30 para. 1 sentence 1 no. 1, sentence 3 WpÜG.
3. After the end of the Acceptance Period and outside of the offer process, the Offeror purchased 891 shares of MyHammer Holding, corresponding to a share of about 0.02 % of the MyHammer Holding Share Capital and the voting rights in MyHammer Holding, with trading date January 10, 2017 and contemplated settlement date January 12, 2017. The consideration for the 891 MyHammer Holding Shares was EUR 5,791.50, thus EUR 6.50 per share of MyHammer Holding.

4. After the end of the Acceptance Period and outside of the offer process, the Offeror purchased 18 shares of MyHammer Holding, corresponding to a share of about 0.0004 % of the MyHammer Holding Share Capital and the voting rights in MyHammer Holding, with trading date January 11, 2017 and contemplated settlement date January 13, 2017. The consideration for the 18 MyHammer Holding Shares was EUR 117, thus EUR 6.50 per share of MyHammer Holding.
5. As of the Notification Effective Date, the Offeror directly held 3,555,027 MyHammer Holding Shares, corresponding to approx. 70.92 % of the MyHammer Holding Share Capital and the voting rights in MyHammer Holding. The voting rights in MyHammer Holding arising from the MyHammer Holding Shares were attributed to the Persons Controlling the Offeror pursuant to Sec. 30 para. 1 sentence 1 no. 1, sentence 3 WpÜG.
6. As of the Notification Effective Date, neither the Offeror nor the persons acting jointly with the Offeror within the meaning of Sec. 2 para. 5 WpÜG nor any of their subsidiaries held MyHammer Holding Shares directly or indirectly nor may any voting rights arising from the MyHammer Holding Shares be attributed to the Offeror or the persons acting jointly with the Offeror within the meaning of Sec. 2 para. 5 WpÜG or to any of their subsidiaries pursuant to Sec. 30 WpÜG.
7. Moreover, as of the Notification Effective, neither the Offeror nor the persons acting jointly with the Offeror within the meaning of Sec. 2 para. 5 WpÜG nor any of their subsidiaries held any voting shares with respect to MyHammer Holding subject to reporting duties pursuant to Secs. 25, 25a Securities Trading Act (*Wertpapierhandelsgesetz*) (WpHG).
8. The total number of shares in the MyHammer Holding Share Capital, for which the Offer has been validly accepted as of the Notification Effective Date, plus the total amount of shares in the MyHammer Holding Share Capital held by the Offeror or shares with voting rights attributable to the Offeror pursuant to Sec. 30 WpÜG as of the Notification Effective Date, consequently amounts to 3,568,983 of the shares in the MyHammer Holding Share Capital, corresponding to approx. 71.20 % of the MyHammer Holding Share Capital.

## II.

### Closing Conditions

The closing of the Offer and the agreements concluded in connection with the acceptance of the Offer are not subject to any conditions.

## III.

### Additional Acceptance Period

All MyHammer Holding Shareholders who have not yet accepted the Offer (also including shareholders who originally accepted the competing offer issued by Müller address GmbH dated December 2, 2016, to the extent the condition contained therein providing for a minimum acceptance quota has not been met), may accept the Offer pursuant to Sec. 16 para. 2 sentence 1 WpÜG within two weeks following this announcement, i.e. from January 13, 2017, 12:00 AM (Central European Time) until

**January 26, 2017, 12:00 PM (Central European Time)**

pursuant to Sec. 12.1 of the Offering Memorandum.

The notification has been published

On the internet at <http://ir.iac.com/myhammer.cfm> on January 12, 2017

Ismaning, January 12, 2017

**HomeAdvisor GmbH**