

DECLARATION OF JOOST ZUURBIER

I, Joost Zuurbier, declare as follows:

1. I am the chief executive officer of Complainant OpenTLD B.V. (“OpenTLD”). Unless otherwise stated as based on information and belief, I have personal knowledge of the facts stated herein. If called upon to do so, I could and would testify to the truth thereof.
2. I make this Declaration in support of OpenTLD’s Opening Brief In Support of a Request for a Stay of Suspension of OpenTLD’s registrar operations.
3. OpenTLD is an internet domain name registrar accredited by The Internet Corporation of Assigned Names and Numbers (“ICANN”) to offer domain name registrations and related domain name services to the public via the Internet. OpenTLD is headquartered in Amsterdam, Netherlands.
4. One major aspect of OpenTLD’s operating model is the offering of low-cost as well as **free** domain name registrations to the Internet community. One aspect of this business model includes offerings of domain name registrations under country-code domain names from South Pacific and West African nations, namely Equatorial Guinea (.gq), Tokelau (.tk), Mali (.ml), Gabon (.ga), and the Central African Republic (.cf). OpenTLD’s model caters, in substantial part, to the growing economies in these and other developing counties. These services may be accessed through OpenTLD’s affiliate “Freenom” portal at <freenom.com>.
5. The offering of free domain registrations is a major part of OpenTLD’s initiative and mandate: the provision of access to the internet and internet commerce to those least able to afford it. While typical TLD registration fees are generally perceived to be nominal in most parts of the developed world, even that nominal fee is inaccessible and prohibitive to many in developing countries. Since its inception, OpenTLD has sought to bridge the economic gap and enable anyone and everyone to register domains and bring their cause, business or political view

online. This has been a successful model and many users in developing countries rely and depend upon OpenTLD's services.

6. On or around June 1, 2014, I signed, on behalf of OpenTLD, the 2013 Registrar Accreditation Agreement ("RAA") with ICANN. On behalf of ICANN, this applicable RAA appears to have been signed by Akram Atallah, President of ICANN's Global Domains Division.

7. On March 17, 2015, ICANN sent OpenTLD a Notice of Breach of Registrar Accreditation Agreement identifying four instances of noncompliance with the RAA. ICANN requested that OpenTLD cure the identified items by April 7, 2015. A true and correct copy of this March 17, 2015 Notice of Breach is attached hereto as Exhibit A.

8. On April 7, 2015, I sent, on behalf of OpenTLD, an email response to ICANN regarding the March 17, 2015 Notice of Breach and provided confirmation that OpenTLD had cured the instances of noncompliance identified by ICANN.

9. On April 8, ICANN responded to my April 7 email and requested additional demonstrations of compliance and extended our deadline to cure until April 15, 2015.

10. On April 10, 2015, I injured my back and became incapacitated for several weeks and unable to attend to the ICANN's open Notice of Breach until April 21, 2015. I emailed ICANN on April 21 regarding the past deadline, and ICANN graciously granted me an extension to cure the remaining items until April 25, 2015.

11. I returned the compliance documents and explanation to ICANN on April 24. ICANN responded on April 29 to advise me that one remaining compliance item remained to be cured and granted me until May 6, 2015 to cure this outstanding item. I did so on May 11, 2015. Thereafter, on May 17, 2015, ICANN responded and confirmed that all identified breaches in the March 17 notice were cured. A true and correct copy of my correspondence with ICANN for the purposes of compliance with the March 17, 2015 notice and completion thereof is attached hereto as Exhibit B.

12. OpenTLD did not receive any other correspondence or notices of any kind from ICANN until the June 23, 2015 Notice of Suspension. A true and correct copy of the Notice of Suspension is attached as Exhibit C.

13. On February 27, 2015, Key-Systems GmbH (“Key-Systems”) filed a domain dispute complaint under the Uniform Domain Name Dispute Resolution Policy (“UDRP”) with the dispute resolution forum known as the World Intellectual Property Organization (“WIPO”). Key-Systems named “Joost Zuurbier” as the respondent, chief operating officer of OpenTLD. This dispute concerned the domain names <rrpproxy.me> and <key-systems.cc>.

14. Beginning on February 26, 2015 and continuing through May 28, 2015, OpenTLD, Key-Systems, and WIPO exchanged numerous email communications regarding the dispute. ICANN did not participate in these communications, aside from being designated as recipient in the “cc” prompt.

15. On May 28, 2015, WIPO reached its decision on the Key-Systems domain dispute in favor of the complainant Key-Systems. WIPO ordered the domains transferred to Key-Systems.

16. OpenTLD did not receive any correspondence or notices of any kind from ICANN regarding the domain dispute over <rrpproxy.me> and <key-systems.cc> or its decision until the June 23, 2015 Notice of Suspension.

17. On March 11, 2015, NetEarth Group, Inc. (“NetEarth”) filed a domain dispute complaint under the UDRP with WIPO. NetEarth named “Stichting OpenTLD WHOIS Proxy” as the respondent, a Whois privacy or “proxy” service entity affiliated with OpenTLD. This dispute concerned the domain name <netearthone.biz>.

18. Beginning on March 11, 2015 and continuing through May 28, 2015, OpenTLD, NetEarth, and WIPO exchanged numerous email communications regarding the dispute. ICANN did not participate in these communications, aside from being designated as recipient in the “cc”

prompt.

19. On May 28, 2015, WIPO reached its decision on the Netearth domain dispute in favor of the complainant Netearth.

20. OpenTLD did not receive any correspondence or notices of any kind from ICANN regarding the domain dispute over <netearthone.biz> or its decision until the June 23, 2015 Notice of Suspension.

21. As noted above, OpenTLD received a Notice of Suspension from ICANN on June 23, 2015. The June 23 Notice of Suspension stated that ICANN had found that OpenTLD had “engaged in a pattern and practice of trafficking in or use of domain names identical or confusingly similar to a trademark or service mark of a third party in which the Registered Name Holder has no rights or legitimate interest.” The June 23, 2015 Notice of Suspension also stated that ICANN intended to “suspend OpenTLD’s ability to create new Registered Names or initiate inbound transfers of Registered Names for 90 days,” effective July 8, 2015. ICANN also demanded that OpenTLD demonstrate compliance with the RAA by September 15, 2015.

22. ICANN enumerated the expected compliance demonstrations with nine (9) discrete points. The June 23, 2015 Notice of Suspension also contained an annex outlining the “chronology” of notices and responses. ICANN claims it sent a “1st compliance inquiry via email to jzuurbier@opentld.com” on June 2, 2015, and that “no response [was] received.” I never received this or any other email from ICANN regarding this notice of breach or any “pattern and practice of cybersquatting” until the June 23, 2015 Notice of Suspension.

23. I understand that Section 5.8 of the RAA provides that “The arbitration panel shall order a stay: (i) upon showing by Registrar that continued operations would not be harmful to consumers or the public interest.” I respectfully submit that not only would the stay not be harmful to consumers or the public interest but, actually, if the stay of the suspension is not ordered, the consumers and the public interest would be greatly harmed.

24. Specifically, the June 23, 2015 Notice of Suspension asserts that “ICANN elects to suspend OpenTLD’s ability to create new Registered Names or initiate inbound transfers of Registered Names for 90 days.” The Notice of Suspension further explains that “the suspension is effective 8 July 2015 at 00:00 UTC and will conclude on 6 October 2015 at 00:00 UTC, or longer if Open TLD has not demonstrated compliance on or before 15 September 2015.”

25. OpenTLD is currently conducting an extensive review of its operations, terms and conditions and internal policies in order to ensure that it is fully compliant with the most current ICANN regulations and policies. Specifically, as stated in a letter dated June 30, 2015 to ICANN’s Owen Smigelski, a true and correct copy of which is attached as Exhibit D and incorporated by reference, OpenTLD designated a Los Angeles law firm, Rome & Associates, to serve as the local correspondent for OpenTLD so that any forthcoming inquiries by ICANN, whether related to the Notice or any other aspect of OpenTLD’s operations, may be directed to it. OpenTLD believes that designating a correspondent in the same geographic region and time zone as ICANN should facilitate the flow of information which, we hope, would lead to a speedier resolution of the issues implicated by the subject Notice.

26. Further, OpenTLD has commenced a comprehensive review of OpenTLD’s policies and procedures. The review will entail a detailed assessment of the points addressed at pages 2 through 3 of the Notice and set out as items 1 through 9. Further, through Rome & Associates, OpenTLD will perform a general review of its (1) policies and procedures in order to ensure that they comply with the most current ICANN regulations and best practices; (2) policies dealing with trademark issues; and (3) any and all other aspects of OpenTLD’s operations which our review reveals could benefit from revision or improvement.

27. Any areas of OpenTLD’s operations, including but not limited to those identified in the Notice, will be corrected as soon as time permits and, critically, we will do so irrespective of the outcome of this motion for a stay of the suspension. Our goal is to bring OpenTLD into

full compliance with operative regulations and best practices promulgated by ICANN and we have already undertaken to comply with ICANN's curative demands by compiling a list of OpenTLD's domain portfolio and a list of resellers as well. OpenTLD will be producing these items once its counsel has reviewed and prepared them. Stated another way, the imposition of a suspension is not a necessary event for OpenTLD to fully comply with the remedial steps enumerated by ICANN in the June 23 Notice. Accordingly, staying the suspension would not be harmful to consumers or the public interest, as no aspect of OpenTLD's current operations threaten consumers or the public interest. To the extent the Arbitrator determines at trial a suspension is an appropriate punitive measure for observed past transgressions, he can still order a suspension for the same duration of 90 days as initially identified in the Notice of Suspension.

28. On balance, denying a stay and allowing for the suspension to go into effect would have a disastrous outcome and would actually be harmful to consumers and the public interest. Specifically, countless individuals and companies in the poorest areas of our world depend on OpenTLD's services and its provision of free domain registration. Similarly, OpenTLD allows the inbound transfer and free registration of domains which are otherwise registered with fee-based registrars. Suspending the internet community's access to the sole registrar offering free registrations for 90 days would be penalizing those most in need of protection – the people who cannot afford to register domains anywhere else.

29. For all these reasons, on OpenTLD's behalf, we implore the panel to stay the suspension and prevent harm to consumers and the public interest.

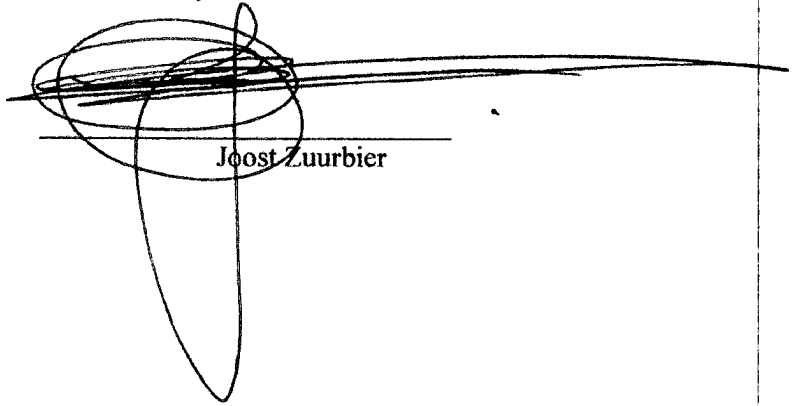
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I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed in Amsterdam, Netherland on July 23, 2015.



Joost Zuurbier



EXHIBIT A



The Internet Corporation for Assigned Names and Numbers

17 March 2015

TRANSMITTED VIA ELECTRONIC MAIL, FACSIMILE, AND COURIER

Joost Zuurbier
OpenTLD B.V. (IANA #1666)
Contact Information Redacted

Email: Contact Information Redacted

Fax: Contact Information Redacted

RE: NOTICE OF BREACH OF REGISTRAR ACCREDITATION AGREEMENT

Dear Mr. Zuurbier,

Please be advised that as of 17 March 2015, OpenTLD B.V. ("OpenTLD") is in breach of its Registrar Accreditation Agreement ("RAA") with the Internet Corporation for Assigned Names and Numbers ("ICANN") dated 5 June 2014 ("RAA"). This breach results from:

1. OpenTLD's failure to complete and deliver to ICANN a Compliance Certificate within twenty (20) days following the end of the 2014 calendar year certifying compliance with the terms and conditions of the RAA, as required by Section 3.15 of the RAA.

Please refer to the attachment for details regarding this breach.

In addition, OpenTLD has been deemed noncompliant in the following areas:

1. OpenTLD's failure to display the correct ICANN logo on OpenTLD's website, as required by the Logo License Specification of the RAA;
2. OpenTLD's failure to escrow gTLD registration data, as required by Section 3.6 of the RAA; and

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3. OpenTLD's failure to timely pay past due accreditation fees in the amount of \$494.67, as required by Section 3.9 of the RAA.

ICANN requests that OpenTLD cure these breaches by 7 April 2015, 21 calendar days from the date of this letter, by taking the following actions:

1. Provide a certificate executed by the president, chief executive officer, chief financial officer, or chief operating officer (or their equivalents) of OpenTLD, certifying compliance with the terms and conditions of the RAA;
2. Display the correct ICANN logo on OpenTLD's website in accordance with the Logo License Specification of the RAA;
3. Immediately deposit gTLD registration data on a weekly basis to Iron Mountain Intellectual Property Management, Inc. ("Iron Mountain") and ensure that the deposits meet the required specifications; and
4. Pay all past due accreditation fees of \$494.67.

If OpenTLD fails to timely cure the breaches and provide the information requested by 7 April 2015, ICANN may commence the RAA termination process.

If you have questions or require assistance, please contact Owen Smigelski at owen.smigelski@icann.org.

Sincerely,

A handwritten signature in blue ink, appearing to read "M Serad".

Maguy Serad
Vice President
Contractual Compliance

Cc: John O. Jeffrey, General Counsel and Secretary



ATTACHMENT

Failure to submit to ICANN annual Compliance Certificate

Section 3.15 of the RAA requires registrars to complete and deliver to ICANN within twenty (20) days following the end of each calendar year, in a form specified by ICANN a certificate executed by the president, chief executive officer, chief financial officer, or chief operating officer (or their equivalents) of a registrar certifying compliance with the terms and conditions of the RAA ("Compliance Certificate"). OpenTLD's failure to complete and deliver the Compliance Certificate is a breach of Section 3.15 of the RAA.

Failure to display correct ICANN-Accredited Registrar logo

The Logo License Specification of the RAA requires registrars, if displaying the ICANN-Accredited Registrar logo, to use the logo displayed in the specification. OpenTLD's use of a modified version of the ICANN-Accredited Registrar logo is a breach of the Logo License Specification of the RAA.

Failure to escrow gTLD registration data

Section 3.6 of the RAA requires registrars to submit an electronic copy of the data described in Sections 3.4.1.2 through 3.4.1.5 of the RAA to ICANN, or at the registrar's expense, to a reputable escrow agent mutually approved by the registrar and ICANN. Registrars shall submit the data on a schedule, under the terms, and in a format specified by ICANN. OpenTLD's failure to deposit gTLD registration data with Iron Mountain or a reputable escrow agent is a breach of Section 3.6 of the RAA.

Failure to pay accreditation fees

Section 3.9 of the RAA requires registrars to timely pay accreditation fees to ICANN, consisting of yearly and variable fees. OpenTLD owes ICANN \$494.67 in past due accreditation fees, in breach of Section 3.9 of the RAA.

Chronology:

Date of Notice	Deadline for Response	Details
10-Feb-2015	17-Feb-2015	ICANN sent 1st compliance notice via email to Contact Information Redacted No response received from Registrar.
20-Feb-2015	27-Feb-2015	ICANN sent 2nd compliance notice via email to Contact Information Redacted No response received from Registrar.
24-Feb-2015	N/A	ICANN called Primary Contact at ^{Contact Information Redacted} . ICANN provided registrar representative with complaint details.
2-Mar-2015	9-Mar-2015	ICANN sent 3rd compliance notice via email to Contact Information Redacted . No response received from Registrar.
2-Mar-2015	N/A	ICANN sent 3rd compliance notice via fax to ^{Contact Information Redacted} . Fax successful.
3-Mar-2015	N/A	ICANN called Primary Contact at ^{Contact Information Redacted} . ICANN provided registrar representative with complaint details.
10-Mar-2015	N/A	ICANN conducted compliance check to determine other areas of noncompliance.
17-Mar-2015	N/A	To date, no response received from Registrar and the issue remains unresolved.

EXHIBIT B

Jerl Leutz

Subject: FW: [~HDV-601-19644]: ICANN Notice: Breaches Cured re: OpenTLD B.V. (1666)
Attachments: smime.p7s

----- Doorgestuurde bericht -----

Van: **Owen Smigelski** <owen.smigelski@icann.org>

Datum: maandag 18 mei 2015

Onderwerp: [~HDV-601-19644]: ICANN Notice: Breaches Cured re: OpenTLD B.V. (1666)

Aan: Contact Information Redacted " Contact Information Redacted

Cc: Maguy Serad <Maguy.Serad@icann.org>, Jennifer Scott <jennifer.scott@icann.org>, Compliance Tickets <compliance-tickets@icann.org>, "registrarliaisons@icann.org" <registrarliaisons@icann.org>

Dear Joost,

ICANN confirms that all breaches in ICANN's notice of breach dated 17 March 2015 are cured.

ICANN will continue to monitor your registrar's practices to ensure that it remains compliant with the terms of the RAA.

Regards,

Owen

Owen Smigelski
Director, Contractual Compliance
Internet Corporation for Assigned Names and Numbers (ICANN)

Direct Line: +1 310 578 8630
Mobile: +1 310 463 8578
Fax: +1 310 823 8649
Email: owen.smigelski@icann.org
www.icann.org

From: Contact Information Redacted " Contact Information Redacted >

Date: Monday, May 11, 2015 at 5:53 AM

To: Owen Smigelski <owen.smigelski@icann.org>

Cc: Contact Information Redacted Contact Information Redacted >, Danielle Andela <danielle.andela@icann.org>, Maguy Serad <maguy.serad@icann.org>, Jennifer Scott <jennifer.scott@icann.org>, Compliance Tickets <compliance-tickets@icann.org>

Subject: Re: [~HDV-601-19644]: ICANN Notice of Breach re: OpenTLD B.V. (1666) - Failure to submit Compliance Certificate

Dear Owen,

Please find enclosed the new RAA Annual Compliance Certificate as requested.

Kind regards,

Joost Zuurbier
OpenTLD B.V.

On Wed, Apr 29, 2015 at 10:18 PM, Owen Smigelski <owen.smigelski@icann.org> wrote:

Dear Joost,

Thank you for your response. ICANN reviewed your reply and one issue remains:

- Please note that the Compliance Certificate required by Section 3.15 of the 2013 Registrar Accreditation Agreement (RAA), refers to the previous calendar year (i.e. 2014). The document attached to your response refers to year 2015. For your convenience, please find attached the Compliance Certificate (that was already provided during the prevention stage) to be executed by an officer of OpenTLD B.V and sent back to ICANN (see attachment 'OpenTLD B.V._ComplianceCert.pdf').

In addition, ICANN acknowledges that your registrar has started depositing registration data as of 23 April 2015. OpenTLD B.V must demonstrate to ICANN that it continues to be compliant with Section 3.6 of the RAA before the breaches are fully cured.

ICANN extends the breach cure period until **6 May 2015**. Please confirm receipt of this email and let me know if you need anything further.

Regards,

Owen

From: Contact Information Redacted "Contact Information Redacted" >

Date: Friday, April 24, 2015 at 3:05 AM

To: Owen Smigelski <owen.smigelski@icann.org>

Cc: Contact Information Redacted "Contact Information Redacted", Danielle Andela <danielle.andela@icann.org>, Maguy Serad <maguy.serad@icann.org>, Jennifer Scott <jennifer.scott@icann.org>, Compliance Tickets <compliance-tickets@icann.org>

Subject: Re: [~HDV-601-19644]: ICANN Notice of Breach re: OpenTLD B.V. (1666) - Failure to submit Compliance Certificate

Dear Owen and Danielle,

My back is getting a bit better again. Thanks for the beterschap wishes!

Please find enclosed an updated compliance certificate.

Also you requested the last time when we deposited information at Iron Mountain. That was yesterday, April 23rd 2015.

Hopefully this satisfies your outstanding matters.

Regards,

Joost Zuurbier
OpenTLD B.V.

On Wed, Apr 22, 2015 at 7:49 PM, Owen Smigelski <owen.smigelski@icann.org> wrote:

Dear Mr. Zuurbier,

ICANN did not receive the Compliance Certificate. ICANN extends the cure deadline to **29 April 2015** to submit the Certificate. Failure to do so may result in suspension or termination of your registrar's RAA with ICANN.

Please confirm receipt of this email and let me know if you need anything further.

Regards,

Owen

From: Contact Information Redacted "Contact Information Redacted >

Date: Tuesday, April 21, 2015 at 4:25 AM

To: Danielle Andela <danielle.andela@icann.org>, Owen Smigelski <owen.smigelski@icann.org>

Cc: Contact Information Redacted "Contact Information Redacted

Subject: Re: FW: [~HDV-601-19644]: ICANN Notice of Breach re: OpenTLD B.V. (1666) - Failure to submit Compliance Certificate

Dear Mrs. Andela,

Yes, we will reply today on these outstanding matters. Because of a back injury I was out the last few weeks and these tasks remained unattended.

We will take care of it right now.

Warm regards,

Joost Zuurbier
Freenom

On Tue, Apr 21, 2015 at 12:50 PM, Danielle Andela <danielle.andela@icann.org> wrote:

Geachte heer Zuurbier,

Vandaag heb ik tweemaal naar uw kantoor gebeld. Zou u alstublieft zo snel mogelijk willen reageren op de email van Owen Smigelski? The deadline was 15 april.

Bij voorbaat dank.

Met vriendelijke groet,
Danielle Andela

Registrar Services Manager
ICANN Regional Headquarters Istanbul
Internet Corporation for Assigned Names and Numbers (ICANN)

Direct Line: [+90 212 999 6217](tel:+902129996217)

Mobile: [+90 533 342 1923](tel:+905333421923)

Email: danielle.andela@icann.org

Skype: danielle.andela.icann

www.icann.org

From: Owen Smigelski <owen.smigelski@icann.org>

Date: Wednesday, April 8, 2015 at 5:02 PM

To: Joost Zuurbier Contact Information Redacted

Cc: "registrarliaisons@icann.org" <registrarliaisons@icann.org>, Maguy Serad <maguy.serad@icann.org>, Jennifer Scott <jennifer.scott@icann.org>, "compliance-tickets@icann.org" <compliance-tickets@icann.org>

Subject: Re: [~HDV-601-19644]: ICANN Notice of Breach re: OpenTLD B.V. (1666) - Failure to submit Compliance Certificate

Dear Mr. Zuurbier,

ICANN reviewed your response, and there are two remaining issues to cure the remaining breaches.

1- The compliance certificate provided to ICANN does not comply with Section 3.15 of the 2013 RAA. Your registrar must provide a compliance certificate using the form found at <https://www.icann.org/resources/pages/approved-with-specs-2013-09-17-en#compliance>.

2- Please provide additional details regarding your registrar's data escrow deposits with Iron Mountain, including the date of the last deposit.

ICANN extends the breach cure deadline to **15 April 2015**. Please confirm receipt of this email and let me know if you have any questions.

Regards,

Owen

From: Joost Zuurbier Contact Information Redacted

Date: Tuesday, April 7, 2015 at 9:32 AM

To: "compliance-tickets@icann.org" <compliance-tickets@icann.org>

Cc: "registrarliaisons@icann.org" <registrarliaisons@icann.org>, Owen Smigelski <owen.smigelski@icann.org>

Subject: Re: [~HDV-601-19644]: ICANN Notice of Breach re: OpenTLD B.V. (1666) - Failure to submit Compliance Certificate

Dear people at ICANN,

In response to your notice of breach of 17th of March we would like to respond the following:

1. Please find enclosed a statement of the undersigned regarding the ICANN compliancy
2. The logo of ICANN has been removed from the OpenTLD website. When we add the logo on the website, we'll make sure we will display it according to the Logo License Specification
3. We initiated our weekly gTLD registration data to Iron Mountain
4. We paid all our fees due. This was already paid a few weeks ago so in my understanding you should already receive this at the moment you wrote us the letter on the 17th of March.

Therefore I think the items mentioned in your letter have been resolved.
Kind regards,

Joost Zuurbier
OpenTLD B.V.

On Tue, Mar 17, 2015 at 10:28 PM, Compliance Tickets <compliance-tickets@icann.org> wrote:

Dear Mr. Zuurbier,

Attached you will find a notice of breach from ICANN regarding your registrar, OpenTLD B.V. (IANA #1666).

Please take immediate action and cure the breaches mentioned in the attached notice if you want to maintain your registrar's accreditation. If you decide to cure the breach, please inform ICANN immediately when the breach is cured at owen.smigelski@icann.org.

Please contact me if you have any questions regarding this notice.

Sincerely,

Owen Smigelski
Director, Contractual Compliance
ICANN

Ticket Details

Ticket ID: HDV-601-19644
Department: CEO Certification
Type: Issue
Status: Breach WIP
Priority: **Normal**

EXHIBIT C



The Internet Corporation for Assigned Names and Numbers

23 June 2015

TRANSMITTED VIA ELECTRONIC MAIL, FACSIMILE, AND COURIER

Joost Zuurbier
OpenTLD B.V. (IANA #1666)
Contact Information Redacted

Email: Contact Information Redacted
Fax: Contact Information Redacted

RE: NOTICE OF SUSPENSION OF REGISTRAR'S ABILITY TO CREATE NEW REGISTERED NAMES OR INITIATE INBOUND TRANSFERS OF REGISTERED NAMES

Dear Mr. Zuurbier,

This notice is sent to OpenTLD B.V. ("OpenTLD") further to its Registrar Accreditation Agreement ("RAA") with the Internet Corporation for Assigned Names and Numbers ("ICANN") dated 5 June 2014.

Pursuant to Section 5.5.2.4 of the RAA, ICANN has found that OpenTLD has engaged in a pattern and practice of trafficking in or use of domain names identical or confusingly similar to a trademark or service mark of a third party in which the Registered Name Holder has no rights or legitimate interest.

ICANN elects to suspend OpenTLD's ability to create new Registered Names or initiate inbound transfers of Registered Names for 90 days pursuant to Section 5.7 of the RAA.

The suspension is effective 8 July 2015 at 00:00 UTC and will conclude on 6 October 2015 at 00:00 UTC, or longer if OpenTLD has not demonstrated compliance on or before 15 September 2015.

Consistent with Section 5.7 of the RAA, during the suspension period, OpenTLD must not:

1. Create new Registered Names for any generic top-level domain (“gTLD”); or
2. Initiate or accept inbound transfers of Registered Names for any gTLD.

To demonstrate compliance, OpenTLD must timely cure all the breaches identified in this notice of suspension by:

1. Providing ICANN with a list of all domain names for which OpenTLD or its affiliate(s) are the Registered Name Holder, which are identical or confusingly similar to a trademark or service mark of a third party, in which OpenTLD or its affiliate(s) have no rights, and which were registered and are being used in bad faith (collectively the “Domain Portfolio”);
2. Providing ICANN with a remediation plan for OpenTLD to collaborate with the trademark or service mark owner(s) to transfer or cancel all domains in the Domain Portfolio (as decided by each trademark or service mark owner);
3. Demonstrating that OpenTLD and its affiliates do not use third level domains that are identical or confusingly similar to a trademark or service mark of a third party;
4. Providing ICANN with a list of all resellers utilized by OpenTLD, and demonstrating to ICANN that OpenTLD complies with all RAA requirements regarding resellers;
5. Providing ICANN with a list of all privacy and proxy providers utilized by OpenTLD, and demonstrate to ICANN that OpenTLD complies with all RAA requirements regarding privacy and proxy providers;
6. Providing ICANN with corrective and preventative action(s), including implementation dates and milestones, to ensure that OpenTLD complies with the Uniform Domain-Name Dispute-Resolution Policy (“UDRP”) and the Rules for Uniform Domain Name Dispute Resolution Policy; and how OpenTLD will ensure timely responses to UDRP Providers;
7. Providing ICANN with corrective and preventative action(s), including implementation dates and milestones, to ensure that OpenTLD complies with Section 3.7.5.7 of the Expired Domain Deletion Policy (“EDDP”);



8. Providing ICANN with assurances that OpenTLD and its affiliate(s) will not register any domain names in bad faith that are identical or confusingly similar to a trademark or service mark of a third party.
9. Providing ICANN with corrective and preventative action(s), including implementation dates and milestones, to ensure that OpenTLD will respond in a timely fashion to ICANN and registrars.

Failure to demonstrate compliance by 15 September 2015 may result in RAA termination and an extension to OpenTLD's suspension pending final termination.

Notice on OpenTLD's Website

During the suspension period, OpenTLD must prominently display the following on its website on all pages where Registrar Services, as defined by the RAA, are offered:

No new registrations or inbound transfers will be accepted from 8 July 2015 through 6 October 2015.

This notice must also include a link to the notice of suspension from ICANN.

Please be advised that OpenTLD may be subject to escalated compliance action (including RAA termination) if ICANN receives additional information, either through complaints or its own monitoring, demonstrating that OpenTLD continues to violate the RAA or Consensus Policies, after the suspension period ends.



If you have questions or require assistance, please contact Owen Smigelski at owen.smigelski@icann.org.

Sincerely,

A handwritten signature in blue ink, appearing to read "M Serad".

Maguy Serad
Vice President
Contractual Compliance

Cc: John O. Jeffrey, General Counsel and Secretary

Chronology:

Date of Notice	Deadline for Response	Details
28-May-2015	N/A	ICANN received information and documentation concerning Registrar's alleged pattern and practice of cybersquatting, including WIPO UDRP Decisions for Case Nos. D2015-0428 and DME2015-0002.
2-Jun-2015	10-Jun-2015	ICANN sent 1st compliance inquiry via email to Contact Information Redacted No response received from Registrar.
8-Jun-2015 to 20-Jun-2015	N/A	<p>ICANN continued to review the findings of WIPO UDRP Decisions for Case Nos. D2015-0428 and DME2015-0002 in support of its determination.</p> <p>ICANN reviews indicate that Registrar has stopped using certain third level domains that are identical or confusingly similar to a trademark or service mark of third parties.</p>

EXHIBIT D

June 30, 2015

VIA FIRST CLASS MAIL AND EMAIL: OWEN.SMIGELSKI@ICANN.ORG

Mr. Owen Smigelski
The Internet Corporation for Assigned Names and Numbers
12025 Waterfront Drive, Suite 300
Los Angeles, California 90094

Re: Notice of Intended Suspension of OpenTLD B.V.

Dear Mr. Smigelski,

Our firm was retained as counsel to OpenTLD B.V. (“OpenTLD”) in connection with the recent events which precipitated the issuance of a Notice of Suspension of Registrar’s Ability to Create New Registered Names or Initiate Inbound Transfers of Registered Names, dated 23 June 2015, and sent by The Internet Corporation for Assigned Names and Numbers (“ICANN”) to OpenTLD (the “Notice”).

We write to acknowledge OpenTLD’s receipt of the Notice. Further, we wish to identify our firm as the local correspondent for OpenTLD so that any forthcoming inquiries by ICANN, whether related to the Notice or any other aspect of OpenTLD’s operations, may be directed to us. Our client and I believe that designating a correspondent in the same geographic region and time zone as ICANN should facilitate the flow of information which, we hope, would lead to a speedier resolution of the issues implicated by the subject Notice.

In the coming days, OpenTLD will be initiating an arbitration pursuant to the Registrar Accreditation Agreement (the “RAA”) and, further, will be requesting a stay of the suspension of OpenTLD’s operations, as described in the Notice, pending the outcome of the arbitration. (RAA § 5.8(i).)

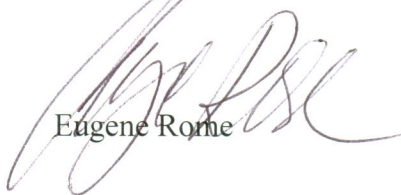
Separately and concurrently with the pursuit of the arbitration, our office intends to conduct a comprehensive review of OpenTLD’s policies and procedures. The review will entail a detailed assessment of the points addressed at pages 2 through 3 of the Notice and set out as items 1 through 9. Further, our firm intends to perform a general review of OpenTLD’s (1) policies and procedures in order to ensure that they comply with the most current ICANN regulations and best practices; (2) policies dealing with trademark issues; and (3) any and all other aspects of OpenTLD’s operations which our review reveals could benefit from revision or improvement.

Mr. Owen Smigelski
ICANN
June 30, 2015
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It is our hope that OpenTLD's engagement of counsel with deep expertise in ICANN policies, procedures and compliance protocols as well as its voluntary commitment to the described large-scale review will signal to ICANN its wholehearted intention to bring its operations into full compliance with ICANN's most current policies and ensure a problem-free continuity of operations.

To the extent you have any questions or outstanding concerns pertaining to OpenTLD which were not fully addressed in this letter, I respectfully ask that you contact us so that we may promptly address the inquiry.

Very truly yours,



Eugene Rome

cc: OpenTLD B.V.