

EXTRAORDINARY ANNOUNCEMENT**RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING****Resolutions of the Extraordinary General Meeting of Synergon Information Systems Plc. held on 15 December 2008****BUDAPEST, 15 DECEMBER, 2008**

Resolutions of the Extraordinary General Meeting (hereinafter: EGM) of Synergon Information Systems Plc. (seat: H-1047 Budapest, Baross u. 91-95., reg.nr.: 01-10-044960 – hereinafter: Company) held on 15 December 2008, in Budapest, at the seat of the Company:

Considering that Extraordinary General Meeting failed to constitute a quorum by 9:00 a.m. on 15th December 2008, the repeated EGM - started from 10:00 a.m. on 15th December 2008 - has been considered a quorum irrespective of the number of the shareholders present.

1.

Resolution nr. 20/2008. (12.15):

Dr. Adrienn Bozsogi and Ms. Anita Lénárt have been elected as enumerators of votes.

(Number of votes:

FOR:	3.155.845	rate: 100 %
AGAINST:	0	rate: 0 %
ABSTAINED:	0	rate: 0 %)

2.

Resolution nr. 21/2008. (12.15):

Mr. Balázs Bokorovics as representative of shareholder Pannergy Nyrt. and Mr. Gergely Szűcs as representative of shareholder Cashline Holding Zrt. have been elected as attestors of the minutes

(Number of votes:

FOR:	3.155.845	rate: 100 %
AGAINST:	0	rate: 0 %
ABSTAINED:	0	rate: 0 %)

3.

Resolution nr. 22/2008. (12.15):

Dr. Judit M. Varga has been elected as keeper of the minutes.

(Number of votes:

FOR:	3.155.845	rate: 100 %
AGAINST:	0	rate: 0 %
ABSTAINED:	0	rate: 0 %)

4.

Resolution nr. 23/2008. (12.15):

„It is hereby decided by the EGM that in case if EGM agrees with the intention of demerger, then differently from proposals made by the Board of Directors, one company would be separated from Synergon Information Systems Plc. by means of demerger. The new company to be established – as separation by means of demerger - shall take in charge specific activities from among the present business activities of IT-outsourcing services to be identified in detail in the demerger (separation) agreement, together with the contractual rights and obligations belonging to them, and the related professional qualifications and references. Draft assets balance-sheet and draft inventory balance-sheet with regard to the demerger shall be made by the Board of Directors with the closing/opening date of November 30, 2008.”

(Number of votes:

FOR:	3.155.845	rate: 100 %
AGAINST:	0	rate: 0 %
ABSTAINED:	0	rate: 0 %)

5.

Resolution nr. 24/2008. (12.15):

„The EGM (the shareholders) agree with the intention of demerger outlined in the presentation published earlier and amended above in Resolution nr. 23/2008. (12.15).”

It is hereby decided by the EGM that for the purpose of establishing a holding structure for the organisation and operations of Synergon Information Systems Plc (hereinafter: the Company) according to provisions of Act IV of 2006 on business associations [“Companies Act”] concerning company transformations (and within this demerger), while maintaining the same company form for the subsequent operations of the Company, and by using for this purpose a part of the assets of the Company, one new company will be established by demerger (separations) from the Company– in the form of privately held company limited by shares.

The new company to be established – by means of demerger - shall take in charge specific activities from among the present business activities of IT-outsourcing services to be identified in detail in the demerger agreement, together with the contractual rights and obligations belonging to them, and the related professional qualifications and references. Business activities not mentioned and detailed above and the central supporting organisational units shall remain and shall continue to operate within the Company, as a holding company

Synergon Information Systems Plc shall obtain a decisive 99 per cent ownership share in the company to be established as a result of the demerger, by way of the company established by the demerger receiving part of the own shares (i.e. their cash equivalent), as well as the contractual rights, obligations and the related professional qualifications and references to be specified in detail in the demerger agreement, and the remaining one per cent ownership share shall be divided between those shareholders of the Company - in between them in the ratio equivalent to their ownership share in the Company - who wish to acquire an ownership stake in the companies created by the demerger.

By way of the company transformation as described above it can be ensured that the company created by the demerger, in its scope of activities as legal successor of Synergon Information Systems Plc can operate in a more efficient, transparent and precise manner so that the result of its business activities shall be reported in the profit and loss figure of Synergon Information Systems Plc as the holding company, and that by way of the decisive stake of Synergon Information Systems

Plc the company created by the demerger (separations) shall ensure the protection of the interests of the Company and of its shareholders, and their possibility of growth.

The EGM hereby orders the Board of Directors to prepare the draft assets balance-sheet and draft inventory balance-sheet of the Company, as well as the starting draft assets balance-sheet and starting draft inventory balance-sheet of the Company to be created by the demerger, with the closing/opening date of November 30, 2008.

For the auditing of the draft assets balance-sheets and draft inventory balance-sheets and of the final assets balance-sheets and inventory balance-sheets the EGM appoints the following independent financial auditor considering also the provisions of Section 73 (4) of Gt. (Act IV of 2006 - "Companies Act"):

STIPERITAS KÖNYVVIZSGÁLÓ, PÉNZÜGYI TANÁCSADÓ KFT. (1122 Budapest Határőr u 74., cjsz.: 01-09-678235; auditor: Dr Stafira Zsuzsanna (license nr.: 003453).

The EGM authorizes the Board of Directors of the Company to conclude a contract with the independent financial auditor.

The EGM invite the Board of Directors to see to it, that the draft assets balance-sheets and draft inventory balance-sheets are to be verified by the Supervisory Board.

The EGM hereby orders the Board of Directors to prepare the draft of the demerger agreement, and of the foundation deeds of the legal successor companies, as well as the draft of the modifications to be made eventually in the Statutes of the Company, as well as the draft of the financial settlement method to be implemented with regard to those shareholders who do not wish to participate as shareholders in the legal successor companies, as well as a proposal for assets distribution, an identification of the legal successor concerning pending legal suits and out-of-court legal matters cases, as well as cases handled by various authorities, and a list of all official documents as provided for by law, and to submit these documents to the EGM.

The EGM hereby orders the Board of Directors to make the Company publish an advertisement before the second EGM preceding the demerger, where it shall invite its shareholders to make a statement to indicate if they wish to become shareholders in the Company, and/or in the legal successor business company, or if they do not wish to participate in any of them. "

(Number of votes:

FOR:	3.155.845	rate: 100 %
AGAINST:	0	rate: 0 %
ABSTAINED:	0	rate: 0 %)

Synergon Information Systems Plc.