

## **Invitation to the company`s general meeting**

### **Announcement of the Synergon Information Systems Plc. concerning the convocation of the Extraordinary General Meeting at 9:00. on January 30, 2009**

**BUDAPEST, DECEMBER 23, 2008**

*Synergon Information Systems Plc. Convokes the Extraordinary General Meeting at 9:00 on January 30<sup>th</sup>, 2009*

The Board of Directors of the Synergon Information Systems Plc. (headquarters: 1047 Budapest Baross u. 91-95. Metropolitan Court, registered by the Court of Registration under company registration no. 01-10-044960) decided to convoke the Company's Extraordinary General Meeting at 9:00 on January 30, 2009 in the Company's headquarters' (1047 Budapest Baross u. 91-95) meeting room Gaia , to which event herewith invites its shareholders. Should the General Meeting fail to constitute a quorum the Board of Directors shall convene the general meeting for 10:00 on January 30, 2009 at the same venue, with the same agenda. The General Meeting shall be considered a quorum irrespective of the number of shareholders present.

The agenda of the General Meeting:

1. Approval of proposals made by the Board of Directors in the matter of the transformation of the Company
2. Report of the independent auditor on the transformation of the Company
3. Opinion of the Supervisory Board on the transformation as well as on the draft asset balances and draft asset inventory and attachments related thereto
4. Counting of the shareholders who do not wish to participate either in the Company to be transformed or in the legal successor new company to be separated and count of their shares
5. Decision on the amount of asset proportion payable for the shareholders who do not wish to participate either in the Company to be transformed or in the legal successor new company to be separated and on the order of settlement with the departing shareholders
6. Decision on the draft asset balances and draft asset inventory and attachments related thereto with regard to the transformation
7. Decision on the transformation, approval of the Demerger Agreement
8. Decision on the approval of the modification of the Articles of Association of Synergon Information Systems Plc. related to the transformation and on the approval of the wording of the Articles of Association of the new company to be established as a result of separation

## 9. Others.

The participation in the General Meeting and exercising the right to vote are subject to the following:

- (a) the shareholder verification effectively verifies the possession of shares
- (b) to ensure that the Share Register is updated the Company will instruct Keler Zrt. (Central Clearing House and Depository Ltd.) to perform shareholder verification
- (c) to ensure that in case the shareholder is represented by its authorized representative this is registered in the Share Register
- (d) to register, shareholders and authorized representatives shall identify themselves by a valid identity card or passport, and or letter of proxy ;by signing the attendance sheet they will receive the shareholder's voting coupons, entitling them to vote and participate in the General Meeting.

The shareholders shall contact the securities account manager to have themselves registered in the Share Register, which will provide them a proprietary certificate.

Shareholders may exercise their rights at the General Meeting via a proxy. A letter of proxy in form of a private or public document with full conclusive force shall be submitted the latest before the opening of the General Meeting to the Chairman of the Board, or to the substitute of the Chairman of the Board, or to the person appointed by the Chairman of the Board. The A letter of proxy is valid through the General Meeting and in case the General Meeting fails to constitute a quorum through the repeated Meeting.

The shareholders may ask their securities account executive for the blockage of their shares by January 23, 2009. The Keler Zrt. (Central Clearing House and Depository Ltd. - 1075 Asbóth u. 9-11) instructed with the Share Register of the company, will handle requests received by 15:00, January 26, 2009, after that until the end of the General Meeting will not make any registrations in the Share Register. The proprietary certificate issued to grant the right to vote is valid only to the day of the General Meeting and the repeated General Meeting.

The Company disclaims any liability for the fulfillment of instructions given to the securities account managers or for any consequences arising from omission or misrepresentation of data by a securities account manager.

The Company announces the shareholders that the Company's valid Articles of Association can be on view at the Company's headquarters or on the webpage ([www.synergion.hu](http://www.synergion.hu))

Synergion Information Systems Plc.  
Board of Directors