

RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING

Resolutions of the Extraordinary General Meeting of Synergon Information Systems Plc. Held on 24 July 2009

BUDAPEST, 24 JULY, 2009

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 24 July 2009, in Budapest, at the seat of the Company:

Considering that General Meeting failed to constitute a quorum by 9:00 a.m. on 24th July 2009, the repeated General Meeting - started from 10:00 a.m. on 24th July 2009 - has been considered a quorum irrespective of the number of the shareholders present.

1.

Resolution nr. 33/2009. (VII.24.):

Ms. Anita Lénárt and Ms. Beáta Szekrényesi have been elected as enumerators of votes.

(Number of votes:

FOR:	2.293.886,	rate: 100%
AGAINST:	0,	rate: 0%
ABSTAINED:	0,	rate: 0%)

2.

Resolution nr. 34/2009. (VII.24.):

Ms. Rita Dudás as representative of shareholder NAVIK Zrt. and Mr. Gábor Németh as representative of shareholder Cashline Holding Zrt. have been elected as attestors of the minutes

(Number of votes:

FOR:	2.293.886,	rate: 100%
AGAINST:	0,	rate: 0%
ABSTAINED:	0,	rate: 0%)

3.

Resolution nr. 35/2009. (VII.24.):

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

(Number of votes:

FOR:	2.293.886,	rate: 100%
AGAINST:	0,	rate: 0%
ABSTAINED:	0,	rate: 0%)

4.

Resolution nr. 36/2009. (VII.24.):

The EGM accepted the asset balances after registration of the transformation of the Company according to the written presentation made by the Board of Directors.

(Number of votes:

FOR:	2.293.886,	rate: 100%
AGAINST:	0,	rate: 0%
ABSTAINED:	0,	rate: 0%

5.

Resolution nr. 37/2009. (VII.24.):

The EGM decided to amend "Synergon Share Option Program II" as follows:

Section 6 of the Program („Starting date of term of the Option") shall be supplemented with the following provisions:

„Starting date of term of the Option shall be 1 August 2009."

Within the framework of the Program the Option for maximum 610 000 (Six hundred ten thousand) Option Shares can be exercised if the stock exchange closing price of the shares on any day prior to the day of release exceeds the Option Shares Purchase Price."

Subsection a) of Section 8 of the Program („Option Shares Purchase Price") shall be supplemented with the following provisions:

„Option Shares Purchase Price shall be equal to the turnover weighted average stock exchange price of the 180 days period prior to the exercise of the Option, but it shall be minimum HUF 1 800 (One thousand and eight hundred forint) per share."

Subsection c) of Section 8 of the Program („Exercising the Options") shall be supplemented with the following provisions:

„(c) Exercising the Options

The Participant or any third person appointed for exercising may exercise the Option granted in conformance with Section 6 in the following manners:

(i) The Participant for the given number of Optioned Shares, and at the same time pays the Option Purchase Price in accordance with Section 11. In this case, the Board of Directors may provide the Shares for which the Option has been exercised from the Company's treasury Shares.

In case the Company decides not to perform by its treasury shares the Participant is entitled to redeem the Option as specified in Section (ii) hereunder.

(ii) The Participant is entitled to receive from the Company the difference of the market price of the Optioned Shares involved in exercising the Option as an income calculated from the mean stock-exchange prices weighted by the turnover in the 60 days preceding the date of exercising the Option and the Option Purchase Price of such Optioned Shares, as after deducting the related social security contributions and other dues, as well as the personal income tax (if the person exercising the Option is a private person).

If the Company decides to refund the Options by treasury shares for the participant who call the option in an exact time or there were no sufficient number of treasury shares is available for the satisfaction of the Options of all the Participants, then the Options of those Participants shall be satisfied first on the basis of Section (i) who have first announced their intentions to exercise their respective Options. If for the satisfaction of the Options exercised at the very same time no sufficient number of treasury shares are available, then the Options of those Participant shall be satisfied first on the basis of Section (i) whose legal relation ensuring his/her entitlement for the give Option has been established first; if no distinction may be made among the Participants on the basis of the time of the establishment of the associated legal relations, then it is the alphabetic order of the family names of the Participants that shall be decisive.

The Option may be exercised partially or fully within the term of expiration defined in Section 7 above either on one, or several occasions.

First sentence of Section 14 of the Program („Date of entering into effect”) shall be supplemented with the following provisions:

„This Program shall enter into force and effect on 1 August 2009 and shall remain effective until 1 August 2012.”

Section 18 of the Program shall be supplemented with the following provisions:

„This Program has been approved by the EGM of the Company held on 24 July 2009.”

Paragraphs 2,3 and 4 of Section 2.3. of Appendix 1 of the Program shall be deleted.

(Number of votes:

FOR:	2.293.886,	rate: 100%
AGAINST:	0,	rate: 0%
ABSTAINED:	0,	rate: 0%)

6.

Resolution nr. 38/2009. (VII.24.):

The General Meeting has authorised the Board of Directors to purchase the Company's Treasury shares in the stock exchange turnover at a minimum price of 1 HUF per share, and at a maximum price equating to 400% of the Company's equity capital falling on one share as published in the actually valid latest quarterly quick report of the Company, stipulating that on any given date the stock of the treasury shares in the possession of the Company cannot exceed the value stipulated in a relevant legislative provision. This present authorisation shall be valid for 18 months as of 17 June 2009 and aims at developing the optimal capital structure and creating the opportunity for the Board of Directors to intervene in the event of a fluctuation in the stock exchange rate for the stabilisation of the same, taking into consideration the relevant stipulations of the capital market legislative provisions.

(Number of votes:

FOR:	2.293.886,	rate: 100%
AGAINST:	0,	rate: 0%
ABSTAINED:	0,	rate: 0%)