

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

### **Announcement of the Synergon Information Systems Plc. concerning the convocation of the Ordinary Annual General Meeting at 12:00 on April 29<sup>th</sup>, 2011**

**BUDAPEST, MARCH 29<sup>TH</sup>, 2011**

#### ***Synergon Information Systems Plc. convokes the Ordinary Annual General Meeting at 12:00 on April 29<sup>th</sup>, 2011***

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 Ordinary Annual General Meeting at 12:00 on April 29<sup>th</sup>, 2011 at 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 13:00 on April 29<sup>th</sup>, 2011 at the same venue, with the same agenda. The General Meeting shall be considered a quorum irrespective of the number of shareholders present.

Date and place of the registration: 11:15-11:45 on April 29<sup>th</sup>, 2011, 1047 Budapest Baross u. 91-95., room Gaia

The agenda of the General Meeting:

1. Presentation of the Board of Directors about the financial performances in the year 2010, about the financial statements in accordance with the requirements of the Hungarian Accounting Standards and the consolidated financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union), proposal for distribution of after tax profit, and the presentation of the report on Corporate Governance.
2. Report of the independent Auditor on 2010 Financial Statements and proposal for distribution of after tax profit.
3. Report of the Audit Committee on 2010 Financial Statements and proposal for distribution of after tax profit.

4. Decision on the approval of the 2010 Financial Statements (statutory unconsolidated financial statements in accordance with the requirements of the Hungarian Accounting Standards and the consolidated financial statements in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union), decision of the distribution of after tax profit.
5. Decision on the approval of the report on Corporate Governance.
6. Decision on granting relief to the members of the Board of Directors
7. Amendment of the Articles of Association.

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 Keller Zrt. 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.

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 signify their intention to participate at their securities account executive and ask shareholder verification by April 21<sup>st</sup>, 2011 (reference date). 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, April 27<sup>th</sup>, 2011, after that until the end of the General Meeting will not make any registrations in the Share Register. At the General Meeting shareholders rights may be exercised only by the persons whose name is contained in the register of shareholders at the time it was closed. The possibility of exercise of the shareholders rights at the General Meeting is ascertained via shareholder verification thus proprietary certificate is not required accordingly. The closing of the register of shareholders shall not impede the right of a person whose name is contained in the register of shareholders in transferring his/her shares after the closure of the register of shareholders. The transfer of shares before the opening day of the General Meeting shall not preclude the right of a person whose name is contained in the register of shareholders from attending the General Meeting and from exercising his/her shareholder's rights.

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 Board of Directors shall provide the necessary information to all shareholders in connection with the items placed on the agenda of the General Meeting upon written request at least eight days before the scheduled date of the General Meeting. The Board of Directors may refuse to provide such information if it is of the opinion that it would infringe upon the Company's business secrets. The information shall be provided nonetheless, if the Board of Directors is so instructed by resolution of the General Meeting. Disclosure of information that does not contain any business secrets may not be restricted.

The right to request additional items for the agenda of the General Meeting may be exercised by the shareholders controlling at least one per cent of the votes. The shareholders controlling at least one per cent of the votes may submit draft resolution. The shareholders controlling at least one per cent of the votes may request the appointment of an independent expert.

The Company hereby draws the shareholders' attention to the fact that according to the Articles of Association in force of the Company the General Meeting may resolve on issues that were not included in the invitation only if all shareholders are present and if they unanimously agree to discuss such issues on the agenda.

The Board of Directors publishes at the latest on April 7<sup>th</sup>, 2011 at the Company's website ([www.synergion.hu](http://www.synergion.hu)) the key data of the annual report prepared pursuant to the Accounting Act and of the report of the Board of Directors, the summary of the number of the shares and right of vote (including the summary of each classes of shares), as well as a summary of the proposals relating to the items on the agenda and the draft resolution. Should the shareholders exercise their rights stipulated in paragraph 217 and 300 of the act IV. of 2006 on Business Associations which results in the amendment of the agenda of the General Meeting, for the provisions of the amended agenda and the publication of draft resolutions submitted by shareholders the present shall prevail.

The articles of association may contain provisions for the limited company to post its official notices on its website.

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