



esoft systems®

NOTICE OF ANNUAL GENERAL MEETING

of esoft systems a/s

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PLEASE READ THE DANISH VERSION FOR LEGALLY BINDING INFORMATION.

CVR-nr. 25 36 21 95

In accordance with Article 4.4 of the Articles of Association, notice is hereby given of the annual general meeting of esoft systems A/S to be held on

Tuesday 28th March 2017 at 11.00 am

at Lett law firm, Rådhuspladsen 4, 1550 Copenhagen V, Denmark, with the following agenda:

1. Presentation of the chairman of the general meeting.
2. The Board of Directors' report on the company's operations in the past financial year.
3. Presentation of the audited annual report for approval.
4. Resolution for the distribution of the profit or for the treatment of loss according to the approved annual report.
5. Election of Board Members
6. Election of auditor
7. Any other business

Regarding item 3 of the Agenda

The board will submit the annual report of 2016 for the approval of the general meeting.

Regarding item 4 of the Agenda

The Board of Directors proposes that the result recorded in the annual report should be distributed in accordance with the annual report.

Regarding item 5 of the Agenda

Torben Frigaard Rasmussen, Michael Vinther and René Dines Hermand stand for re-election for the board of directors. Torben Frigaard Rasmussen is willing to continue as chairman of the board.

Regarding item 6 of the Agenda

The Board of Directors proposes that Ernst & Young Godkendt Revisionspartnerselskab, Englandsgade 25, 5000 Odense C, should be re-elected as auditor of the company.

Regarding item 7 of the Agenda

Nothing has been submitted under this item.

Adoption requirements

All proposals under item 3, 4, 5 and 6 of the agenda may be adopted by a simple majority vote.

Share capital and shareholder's voting rights

At the time of convening the general meeting, the company's share capital amounts to a nominal value of DKK 3.506.688. Each share of a nominal value of DKK 1,00 entitles to one vote at the general meeting.

Shareholders are entitled to vote, if they on the record date, Tuesday, 21st March 2017, 23.59, are registered in the company's register of shareholders or have given notice to the company of a change of ownership, which the company has received for the purpose of registrati-

on in the register of shareholders, but which has not yet been registered. Voting right is furthermore conditioned by the shareholder having requested admission cards in due time as detailed below.

Admission cards, absentee votes and proxy votes

Shareholders wishing to attend the general meeting or vote by proxy must request an admission card no later than Friday, 24th March 2017, 23.59. Admission cards can be obtained electronically via the shareholder portal on the company's website www.esoftsystems.com or by written request to Computershare A/S, Kongevejen 418, 2840 Holte (admission form is available at www.esoft-systems.com). After this moment admission cards can no longer be requested. Consultants to the shareholders must follow the same procedure in order to request admission card to the general meeting.

A shareholder may exercise his/her voting rights by submitting an absentee vote. Computershare A/S must receive absentee votes no later than Monday, 27th March 2017, 12.00 pm (a form for submitting absentee votes may be obtained at the company's website, www.esoftsystems.com). Absentee votes can also be submitted electronically via the shareholder portal on www.esoftsystems.com. Submitted absentee votes cannot be revoked.

A shareholder may utilise his/her voting rights by proxy, provided that the proxy holder substantiates his right to attend the general meeting by presenting an admission card and a dated proxy form in writing. The proxy form is available at the company's website, www.esoftsystems.com.

Computershare A/S must receive the completed proxy form no later than on Monday, 27th March 2017, 12.00 PM.

The proxy form may be sent in writing by ordinary mail to Computershare A/S, Kongevejen 418, 2840 Holte, or electronically via the shareholder portal on www.esoftsystems.com.

Further information

The notice including the agenda, the complete proposals and the complete annual report will be available at the company's website, www.esoftsystems.com, no later than 2 weeks before the general meeting. The material will furthermore be sent to any shareholder who has requested it.

Kind regards
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On behalf of the board
Torben Frigaard Rasmussen
Chairman of the board



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