

**RESOLUTION**  
**of the Managing Board of the company Fabasoft AG**  
**FN 98699x commercial register of the Linz Provincial Court**

Further to the Annual General Meeting of 05.07.2010 a resolution was passed to reduce the capital stock by way of orderly capital reduction from €7,000,000.00 by €2,000,000.00 to €5,000,000.00 for the purpose of repaying part of the capital stock by grouping shares. The grouping shall take place in the form of the rounded figure of 1,4 shares being grouped into one share. Furthermore, this resolution has authorised the Managing Board to take decisions regarding the further details of the implementation of the capital reduction. The Managing Board hereby exercises this authorisation and lays down the following for the implementation of the capital reduction:

1. The entry of the resolution on the reduction of the capital stock in the commercial register reduces the capital stock to €5,000,000.00.
2. The deposits that become free as a result of the reduction in capital stock shall be returned to those shareholders who were shareholders of Fabasoft AG at the time the reduction resolution was entered in the commercial register.
3. The shareholders affected by the capital reduction are to notify the Österreichische Kontrollbank of the fractional shares arising from the grouping of the shares by means of their depositary and the respective upstream depositaries of the Österreichische Kontrollbank, so that the notifications reach the Österreichische Kontrollbank within 2 weeks at the latest of the entry of the reduction resolution in the commercial register.
4. The payment of the returned deposits shall be made to the banks holding the deposits for the respective shareholder at the time of the entry of the reduction resolution after the legally stipulated period for the call for creditors.
5. The share pool formed by all fractional shares registered shall be sold via the stock exchange and the revenue minus costs shall be distributed among the shareholders participating in the pool. The shareholders' interest in the overall pool stock shall be a proportion corresponding to the fractional share which they registered.

Linz, 30 August 2010

---

Dipl. Ing. Helmut Fallmann  
Managing Board

---

Leopold Bauernfeind  
Managing Board