

Warsaw, 24 September 2015

Notice of the Extraordinary General Meeting of ABC Data S.A.

On 24 September 2015 the Management Board of ABC Data S.A. with its registered office in Warsaw (the "Company"), acting pursuant to Article 399 (1), Article 402¹ (1) and (2) and Article 402² of the Commercial Companies Code, convenes the Extraordinary General Meeting (also referred to as the "EGM") **for 21 October 2015, 10:00 a.m.**, at the Company's registered office in **Warsaw at ul. Daniszewska 14.**

EGM agenda:

1. Opening the EGM
2. Appointing the Chairperson of the EGM
3. Drawing up the attendance list
4. Confirming that the EGM has been duly convened and is legally capable of adopting valid resolutions
5. Approving the agenda of the EGM
6. Adopting resolutions on:
 - a. repealing the Resolution of the Annual General Meeting of ABC Data S.A. dated 16 June 2015 on determining the rules for implementing the Company's Incentive Scheme for 2015 for Management Board members
 - b. repealing the Resolution of the Annual General Meeting of ABC Data S.A. dated 16 June 2015 on determining the rules for implementing the Company's Incentive Scheme for 2015 for Supervisory Board members
 - c. earmarking the Company's own shares acquired as part of the Own Share Buyback Program
 - d. determining the rules for implementing the Company's Incentive Scheme for 2015
7. Closing the EGM

INFORMATION FOR SHAREHOLDERS

Shareholders' right to request that certain matters be included in the agenda of the Extraordinary General Meeting

A shareholder or shareholders representing at least one-twentieth of the Company's share capital may request that certain matters be included in the agenda of the EGM. Such request should be submitted to the Company's Management Board not later than twenty-one days prior to the scheduled date of the EGM.

The request should include the reasons for or a draft resolution concerning the proposed item of the agenda. The request should be sent to the Company's address or left at the Company's registered office before the expiry of the period set out above. The request may also be sent electronically to wza@abcdata.eu.

A shareholder or shareholders intending to make the request should demonstrate that they hold an adequate number of shares as at the date of the request by attaching relevant share certificates; shareholders who are corporations or partnerships must additionally evidence their authority to act on behalf of their respective entities by attaching an up-to-date excerpt from the

National Court Register. All documents sent electronically by the shareholders must be scanned to PDF format.

If the shareholder's request to include certain matters in the agenda of the EGM meets the requirements set out in applicable laws and this notice, the Company's Management Board should, not later than eighteen days before the scheduled date of the EGM, communicate changes to the agenda made at the request of the shareholder(s) in a manner applicable to the convocation of the EGM, also to have them published on the Company's website at www.abcddata.com.pl.

Shareholders' right to submit draft resolutions

A shareholder or shareholders of the Company representing at least one-twentieth of the share capital may submit to the Company before the scheduled date of the EGM (not later than on the last day preceding the date of the EGM), in writing or electronically, draft resolutions concerning the matters included or to be included in the agenda of the EGM.

A shareholder or shareholders intending to make the request should demonstrate that they hold an adequate number of shares as at the date of the request by attaching relevant share certificates; shareholders who are corporations or partnerships must additionally evidence their authority to act on behalf of their respective entities by attaching an up-to-date excerpt from the National Court Register. All documents sent electronically by the shareholders must be scanned to PDF format.

Additionally, each Shareholder may submit draft resolutions concerning matters included in the agenda at the EGM. Therefore, in order not to disrupt the EGM deliberations or prevent other shareholders in exercising their rights through exercise of the above right, each shareholder intending to submit a draft resolution at the EGM should notify the Chairperson of such intention not later than upon the commencement of the EGM's deliberations on the item of the agenda concerning that resolution, by presenting the draft resolution to the Chairperson.

Exercising the voting right by proxy

A shareholder who is an individual may attend the EGM and exercise his/her voting right in person or by proxy.

A shareholder other than an individual may attend the EGM and exercise its voting right by a person authorised to make declarations of intent on its behalf or by proxy.

A relevant proxy instrument should be made in writing and attached to the minutes of the EGM or in an electronic form. Model forms of proxy will be made available as of the date of this notice on the Company's website under Investor Relations (General Meetings).

A shareholder appointing a proxy should give reasonable notice thereof so as to allow verification of the shareholder's and the proxy's identity and authority in this respect.

The Company should be notified of any proxy appointment made in electronic form in an email sent to wza@abcdata.eu, while making every effort to enable effective verification of the validity of the proxy appointment. The notice of proxy appointment should specify the proxy's and the principal's names (giving the full names or names of non-individuals, addresses, telephone numbers and email addresses of such persons). The notice of proxy appointment should also specify the scope of authority, i.e. the number of shares with respect to which voting rights will be exercised and the date and reference of the EGM at which such voting rights are to be exercised.

The Company will take appropriate steps to identify the shareholder and the proxy in order to verify the validity of the proxy appointment made in electronic form. In particular, such verification may consist in an identity verification question in electronic form or by phone addressed to the shareholder and/or the proxy in order to confirm the authority conferred and its scope. The Company stipulates that unless any matter inquired in the course of verification is duly answered, this will be considered an indication of inability to verify whether the authority was duly granted and may result in the proxy being not allowed to attend the EGM.

The notice of proxy appointment should be accompanied by scanned identification document(s) (including an up-to-date excerpt from the National Court Register) of the shareholder or his/her representatives and of the proxy.

Shareholders will not be allowed to attend the Extraordinary General Meeting unless they produce relevant identification documents. Proxies will not be allowed to attend unless they produce relevant identification documents and a valid proxy appointment made in writing or electronically (in the latter case, the proxy should produce a printed copy of the proxy appointment previously sent electronically to the Company at wza@abcdata.eu in PDF format). In addition, representatives of corporations or partnerships should also produce an up-to-date excerpt from the relevant register (as the original or copy certified by a legal counsel, advocate or notary) at the time of drawing up the attendance list, and these excerpts should name those authorised to represent relevant legal persons or partnerships.

If any document is drawn up in any other language than Polish, a certified translation into Polish should be attached thereto.

In case of any doubt as to the authenticity of the aforementioned documents, the Company's Management Board reserves the right to request production of the original documents or their true copies certified by a notary, advocate or legal counsel, before the commencement of the EGM. Unless those are produced, the shareholder's proxy may be refused the right to attend the EGM.

The principles described above apply accordingly to any notices of revocation of the proxy appointment sent electronically to the Company.

The notice of granting or revoking a proxy appointment in electronic form should be sent to the Company not later than by **2 p.m.** on the business day immediately preceding the date of the EGM, i.e. **20 October 2015**.

A Management Board Member or an employee of the Company may serve as proxies at the EGM.

If a Member of the Company's Management Board or Supervisory Board, liquidator, employee or officer, or an employee of a subsidiary of ABC Data S.A. serves as a proxy at the EGM, the proxy appointment may authorise him to represent the shareholder at one General Meeting only. The proxy must disclose to the shareholder all circumstances that give or may give rise to a conflict of interests. The proxy may not appoint substitutes. The proxy is obliged to vote in accordance with the shareholder's instructions.

Model forms of proxy appointments and voting instructions are available at www.abcddata.com.pl. If the proxy has been instructed how to exercise the voting rights, the Company will not verify whether the proxy is exercising the voting rights as instructed by the shareholder.

Attending the Extraordinary General Meeting using electronic means of communication

The Management Board reports that to attend the EGM using electronic means of communication is impossible.

Speaking at the Extraordinary General Meeting using electronic means of communication

The Management Board reports that to speak at the EGM using electronic means of communication is impossible.

Exercising voting rights by correspondence or using electronic means of communication

The Management Board reports that to exercise voting rights by correspondence or using electronic means of communication at the EGM is impossible.

Date of registration for attending the Extraordinary General Meeting

The date of registration for attending the EGM is **5 October 2015** (Registration Date).

Right to attend the Extraordinary General Meeting

Only persons who are shareholders of the Company on the Registration Date, i.e. on **5 October 2015**, are eligible to attend the EGM.

At the request made by a holder of a dematerialized bearer shares of the Company made not earlier than after publication of the notice of the EGM and not later than on the first business day following the Registration Date, i.e. not later than **6 October 2015**, the entity operating the securities account will issue a registered certificate confirming the holder's right to attend the EGM.

Please note that only those who meet the following conditions are eligible to attend the EGM, more specifically:

- persons who were shareholders of the Company on the Registration Date, i.e. **5 October 2015**,

- persons who requested the entity operating their securities accounts, not earlier than after the publication of the notice of the EGM and not later than **6 October 2015**, to issue a registered certificate confirming the holder's right to attend the EGM.

The shareholders are expected to obtain registered certificates confirming the holder's right to attend the EGM from the entity operating their securities accounts and to take these certificates with them on the date of the EGM.

A list of shareholders eligible to attend the EGM will be drawn up based on the list prepared and submitted to the Company by the National Depository for Securities. The National Depository for Securities prepares such list based on the registered certificates confirming the holder's right to attend the EGM.

The list of shareholders eligible to attend the EGM will be made available at the registered office of the Company, address: ul. Daniszewska 14, 03-230 Warsaw, Poland, **between 9 a.m. and 5 p.m.** for 3 (three) business days prior to the EGM.

Each shareholder may request that the list of shareholders eligible to attend the EGM be sent to him at no charge by giving his/her email address to which such list should be sent. The Company reserves the right to verify such shareholder's entitlements.

Those eligible to participate in the EGM are requested to register, including to produce the documents listed herein, at the place of holding the EGM, thirty minutes before the commencement of the EGM.

The Company will organise voting with the use of electronic voting (electronic cards) and vote counting systems.

Access to documents

The documents to be presented at the EGM, including draft resolutions, will be made available at the Company's website at www.abcddata.com.pl as of the date of the notice of the EGM in accordance with Article 402³ (1) of the Commercial Companies Code. Any comments that the Management Board or the Supervisory Board may have in respect of the matters included, or to be included, in the agenda before the scheduled date of the EGM, will be made available on the Company's website at www.abcddata.com.pl promptly after they are received or drawn up.

Background information

The periods for taking specific actions referred to herein have been determined in accordance with applicable laws and relate to events which occur in the period between the date the EGM is convened and the date it is closed. Therefore, if any period is set for specific actions to be taken by a shareholder and the Company is notified thereof, such actions are deemed to have been taken on the date when the notice is received by the Company before the lapse of the period. Thus, the notice sent by the shareholder before the lapse of the period prescribed but received by the Company after such period expires will be deemed an action undertaken by the shareholder after the expiry of the period and as such ineffective.

In addition, in their electronic communications with the Company sent to wza@abcdata.eu, shareholders should take account of the fact that the Company (the persons handling the above email address) will read any communications during the business hours of the Company (between 9 a.m. and 5 p.m.) on business days.