

INVITATION TO CONVENING THE REGULAR ANNUAL MEETING
OF THE GENERAL MEETING OF SHAREHOLDERS OF "SIRMA GROUP
HOLDING" AD

The Board of Directors, pursuant to Art. 223 of the Commercial Code and Art. 115 et seq. of the POSA, convenes an annual general meeting of shareholders of "Sirma Group Holding" AD, UIC 200101236, on June 15, 2017 at 10:00 a.m. at the address Sofia 1784, Blvd. "Tsarigradsko Shose" No. 149, Best Western Expo Sofia Hotel, Panoramic Hall, and in the absence of a quorum on the first announced date for the General Meeting of Shareholders on June 30, 2017 at 10:00 a.m., at the same location and with the following agenda and proposals for decisions:

1. Adoption of the Annual Report on the Company's Activities for 2016

Draft decision on item 1:

"The General Meeting of Shareholders adopts the Annual Report on the Company's Activities for 2016."

2. Adoption of the Individual Annual Financial Statement of The company for 2016

Draft decision on item 2:

"The General Meeting of Shareholders accepts the report of the registered auditor on the results of the audit and approves the Individual Annual Financial Statement of the company for 2016. "

3. Adoption of the annual Consolidated Financial Statements of the Company for the financial year 2016.

Draft decision on item 3:

"The General Meeting of Shareholders adopts the report of the registered auditor on the results of the audit and the Consolidated Annual Financial Statements of the company for 2016."

4. Adoption of a decision on the distribution of the financial result for 2016;

Draft decision on item 4:

"The AGM adopts a resolution to distribute the financial result for 2016, which is a profit of BGN 1,642,995.19, as follows:

- Allocation to reserve fund (10%): 164,299.52 leva.

- The company distributes a cash dividend for 2016 in the amount of BGN 0.01 per share or BGN 593,605.18 in total. The right to receive dividends is reserved for persons registered in the Central Depository's registers as shareholders on the 14th day following the day of this General Meeting. The dividend is paid within 3 months of the holding of this meeting through Unicredit Bulbank AD.

- The remainder of the profit in the amount of 885,090.49 leva is transferred to the "Retained earnings" account from previous years.

5. Discharge of the members of the Board of Directors from liability for the activities in 2016.

Draft decision on item 5:

"The General Meeting of Shareholders discharges the members of the Board of Directors from liability for the activities in 2016."

6. Selection of a registered auditor to perform a financial audit of the company's Annual Financial Statements for 2017.

Draft decision on item 6:

"The General Meeting elects the Company's auditor for 2017. . registered auditor Teodora Ivanova Tsvetanova, diploma No. 0771 of 2012".

7. Adoption of a decision to extend the mandate of the Board of Directors in its current composition.

Draft decision on item 7:

"The General Meeting extends the mandate of the Board of Directors for 2 (two) years in its current composition and at its current remuneration." Adoption

8. of the Audit Committee's Activity Report. Draft decision

on item 8:

"The General Meeting, pursuant to Article 108, Paragraph 1, Item 8 of the Independent Financial Audit Act, adopts the Report on the Activities of the Audit Committee of the Company."

9. Approval of the Statute of the Audit Committee.

Draft decision on item 9:

"The General Assembly, pursuant to Art. 107, para. 7 of the Independent Financial Audit approves the Statute of the Audit Committee".

10. Making a decision to repurchase shares of the Company.

Draft decision on item 10:

The General Meeting of Shareholders adopts a decision for Sirma Group Holding AD to repurchase its own shares, and for the Board of Directors to carry out the repurchase under the following conditions:

- The maximum number of shares subject to redemption is 1,000,000 (one million) shares;
- Minimum price - 0.50 (fifty stotinki) leva per share and maximum price 1.50 (one lev and fifty stotinki) leva per share.
- The redemption period is until December 31, 2017.
- Method of redemption - through an investment intermediary.

The General Meeting of Shareholders authorizes the Board of Directors to take all necessary legal and factual actions to implement the buyback."

11. Election of members of the Remuneration Committee.

Draft decision on item 11:

"The General Meeting of Shareholders, pursuant to Art. 20. of REGULATION No. 48 of 20.03.2013 on the requirements for the remuneration of the FSC, elects as members of the Remuneration Committee as follows:

1. Petar Borisov Stattev

2. Georgi Parvanov Marinov

3. Yordan Stoyanov Nedev

The General Meeting of Shareholders determines the remuneration of the members of the Committee in the amount of 100 (one hundred) BGN per month. The remuneration is paid every quarter."

The total number of shares in the capital of "SIRMA GROUP HOLDING" AD with voting rights is 59,360,518. The right to vote at the General Meeting may be exercised only by persons entered in the registers of the Central Depository AD as shareholders 14 days prior to the date of the General Meeting (01.06.2017), according to the list of the Company's shareholders submitted as of that date by the Central Depository AD. Shareholders' registration begins at 09.00 and ends at 10.00.

A shareholder or shareholders WHO have held shares representing at least 5 percent of the Company's capital for more than three months pursuant to Art. 223a of the Commercial Code and Art. 118, para. 2, item 4 of the POSA may, after announcing the invitation, include other issues in the agenda of the General Meeting. The list of questions is submitted for announcement in the Commercial Register no later than 15 days before the opening of the General Meeting. Upon their announcement in the Commercial Register, the issues are considered included in the agenda of the General Meeting. In this case, they should submit to the Financial Supervision Commission and the Company no later than the next business day after the announcement in the Commercial Register of the other issues included in the agenda of the General Meeting the materials under Art. 223a, para. 4 of the Commercial Law. In this case, the Company is obliged to update the invitation and publish it together with the written materials.

Shareholders have the right to raise questions during the General Meeting regarding the economic and financial condition and commercial activities of the Company. Shareholders may ask such questions regardless of whether they are related to the agenda. The same right is also possessed by the shareholders' proxies. Shareholders

Shareholders

- Individuals are identified with an identity document. Legal entities
- are represented by their legal representatives, WHO are identified

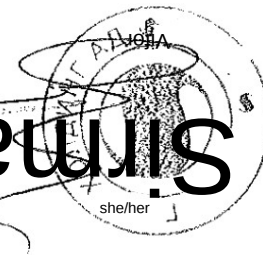
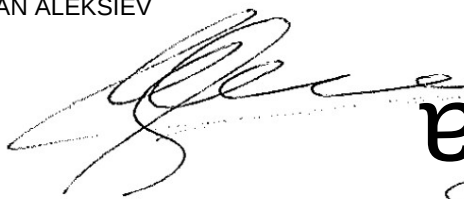
with a certificate of current status and an identity document. The proxies of the shareholders - individuals and legal entities, are identified with an explicit written power of attorney or a power of attorney received by electronic means in accordance with the terms and conditions for receiving powers of attorney by electronic means, published on the Company's website www.sirma.bg, which must be issued by the shareholder for this General Meeting of the Company and meet the requirements of the law, a certificate of current status of the legal entity shareholder, as well as an identity document of the authorized person. In case the proxy is a legal entity, its legal representative shall be identified, in addition to a power of attorney from the shareholder and a certificate of current status of the legal entity-shareholder, with a certificate of current status of the authorized legal entity and an identity document of the legal representative. A sample of the power of attorney is included in the written materials approved by the Board of Directors.

Each proxy representing a shareholder or shareholders at the General Meeting shall present the relevant power of attorney(s) on the day of the General Meeting upon registration. In case of authorization by electronic means, the powers of attorney, duly signed in accordance with the requirements of the Law on Electronic Documents and Electronic Signatures, shall be sent to the Company by e-mail to office@sirma.bg no later than two days before the date of the General Meeting.

The re-authorization The rights under granted powers of attorney, as well as the power of attorney granted in violation of the requirements of the LPOS, are null and void.

Written materials for the meeting can be obtained from the Company's management address - town of Sofia, Blvd. "Tsarigradsko Shose" No. 135, floor 3, from the date of announcement of the invitation to convene a General Meeting in the Commercial Register at the Registry Agency, as well as to be available on the Company's website www.sirma.bg.

TSVETAN ALEKSIEV



The stamp is circular with the word "SIRMA" in large, bold, capital letters. Above "SIRMA" is the text "P. Tsvetan" and below it is "she/her". The stamp is partially obscured by a handwritten signature.

EXECUTIVE DIRECTOR