

Invitation to an Extraordinary General Meeting of Shareholders

Acting pursuant to Article 398 in conjunction with Article 399(1) in conjunction with Article 400 §1 in conjunction with Article 402¹ of the Polish Commercial Companies Code and § 38(1)(1) of the Regulation of the Polish Minister of Finance of 19 February 2009 on current and interim information provided by issuers of securities and on the prerequisites for recognising any information required under the laws of a non-member state as equivalent (Journal of Laws of 2009 No. 33 item 259 as amended), the Management Board of Quantum software S.A. in Cracow hereby convenes an Extraordinary General Meeting of Quantum software S.A.

The Extraordinary General Meeting shall be held on 16 February 2017 at 10:00 a.m. in Hotel Wilga, ul Przedwiośnie 16, in Cracow.

The Extraordinary General Meeting is being convened in connection with the request the Company received from Minvesta sp. z o.o. – a Shareholder of Quantum software S.A. holding more than one twentieth of the Company’s share capital, who has also requested that the agenda included a resolution on terminating the dematerialisation of all the dematerialised shares of the Company and recalling them from the regulated market managed by Giełda Papierów Wartościowych w Warszawie S.A.

Planned agenda:

1. Opening of the Extraordinary General Meeting of Shareholders.
2. Appointment of the Ballot Counting Committee.
3. Appointment of the Chairperson of the Extraordinary General Meeting of Shareholders.
4. Declaration that the Extraordinary General Meeting has been duly convened and is capable of adopting resolutions.
5. Adoption of the agenda.
6. Adoption of resolutions on redemption of the Company’s treasury shares.
7. Adoption of a resolution on capital reduction and amendment of the Company’s Articles of Association.
8. Adoption of a resolution on terminating the dematerialisation of all the dematerialised shares of the Company and recalling them from the regulated market managed by Giełda Papierów Wartościowych w Warszawie S.A.

9. Adoption of a resolution on covering the costs of the Extraordinary General Meeting.
10. Closing of the Extraordinary General Meeting.

The Company's Management Board presents draft resolutions as enclosures hereto.

Description of the procedures for participating in the Extraordinary General Meeting and exercising the voting right:

Shareholders' rights

The shareholder or shareholders representing at least one twentieth of the share capital may request that specific subject matters be included on the agenda of the General Meeting. Such a request shall be submitted to the Management Board at least twenty-one days before the scheduled date of the Meeting, i.e., by 26 January 2017. The request shall contain the relevant explanations or a draft version of the resolution which the shareholder(s) propose to add to the agenda. The request may be submitted in an electronic form to Ewa.Warchol@quantum-software.com.

Without undue delay, but not later than eighteen days prior to the scheduled date of the General Meeting, the Management Board shall publish any changes made to the agenda at the request of shareholders on the website and in a current report.

Prior to the General Meeting, a shareholder or shareholders representing at least one twentieth of the share capital may submit to the Company, in writing or using electronic communication, draft resolutions regarding items on the agenda of the General Meeting or issues to be included on the agenda. The Company shall promptly publish draft resolutions on the website http://www.quantum-software.com/investor_pl/ and in a current report.

During the General Meeting, each shareholder may propose draft resolutions concerning the items introduced to the agenda.

Participating in the General Meeting and exercising the voting right through a proxy

Shareholders being natural persons have the right to participate in the General Meeting and exercise the right to vote in person or through a proxy. A shareholder who is not a natural person may participate in the General Meeting and exercise the voting right through persons authorised to represent them or through a proxy. An attorney shall have all rights of a shareholder at the General Meeting, unless their authorisation stipulates otherwise. If authorised to do so, a proxy may appoint another proxy. A proxy may represent more than one shareholder and vote differently for every shareholder. A shareholder with shares registered on more than one security account may appoint different proxies to exercise rights under shares registered on each of these accounts.

If a proxy at the General Meeting is a member of the Management Board, a member of the Supervisory Board, the Company's employee, or a member of the governing bodies or an employee of Quantum software S.A.'s subsidiary, the authorisation may give the proxy the right of representation for one General Meeting only. Such an attorney shall disclose to the shareholder any circumstances indicating an existing or possible conflict of interests, and shall vote as instructed by the shareholder. Substitute proxies may not be appointed.

The authorisation to attend the General Meeting and to exercise the voting right must be granted in writing or in electronic form, otherwise being null and void. Granting an authorisation in an electronic form does not require affixing a secure electronic signature verified with the use of a valid qualified certificate. The authorisation must be delivered to the Company by the date of the General Meeting at the latest. In order to identify a shareholder and a proxy, and to verify the validity of an authorisation granted in an electronic form, a notice on granting an authorisation in electronic form must clearly

specify the principal and the proxy, including their full name, PESEL no. as well as the number of an identification document. The notice on granting an authorisation in electronic form may be delivered to the Company by e-mail to Ewa.Warchol@quantum-software.com. The notice shall include the an authorisation signed by the shareholder or by persons authorised to represent them in PDF format or in another format commonly used for recording images. The notice must also include, in PDF format or in another format commonly used for recording images, any documents allowing the shareholder to be identified, such as a copy of the proof of identity (for principals who are natural persons) or a copy of registration documents (for shareholders other than natural persons).

During the preparation of a list of attendance at the General Meeting, the proxy shall present a proof of identity (for a proxy who is a natural person), or an excerpt from the respective register, confirming the right of specific natural persons to represent the proxy, along with documents confirming the identity of such persons (for a proxy who is not a natural person). If a substitute authorisation is granted, the attorney shall also submit the an authorisation granted to the person whom the proxy substitutes, confirming the right to appoint substitute proxies. Proxies may be appointed using the forms available on the website http://www.quantum-software.com/investor_pl/. Using the Company's forms is not formally required for an authorisation to be valid.

Option to participate in the General Meeting through alternative means of communication

The Company's internal regulations do not permit participating in the General Meeting through means of electronic communication or voting by post.

Registration day for taking part in the General Meeting of Shareholders

The participation in the General Meeting of Shareholders shall be registered on 31 January 2017.

The right to participate in the General Meeting

Only shareholders of the company who register their participation in the General Meeting of Shareholders on the registration day (i.e. 31 January 2017) may take part in the General Meeting.

The record date shall be the same for the holders of bearer shares and registered shares. Parties eligible under registered shares and temporary certificates as well as pledgees and usufructuaries with the right to vote are entitled to participate in the Company's General Meeting if they are entered in the share ledger on the record date. Bearer shares in a document form entail the right to participate in the General Meeting provided that the share documents are submitted to the Company not later than on the record date and are not withdrawn by that date. In lieu of the shares, a statement issued as a proof of depositing the shares with a notary public, a bank or an investment company with its registered office or branch in the territory of the European Union or a country that is a party to the EEA Agreement can be submitted. The statement must include the number of share documents and confirm that the share documents will not be withdrawn by the record date.

At the request of a holder of dematerialized bearer shares of the company submitted no earlier than after the announcement on the convening of the General Meeting of Shareholders is published (i.e., no earlier than on 11 January 2017) and no later than on the first business day after the registration of participation in the General Meeting of Shareholders (i.e., no later than 1 February 2017), the entity running the relevant securities account shall issue a personal certificate regarding the right to take part in the General Meeting. At the request of a party eligible under dematerialised bearer shares, the statement must indicate a portion of or all shares registered on their securities account. The Company establishes the list of shareholders entitled under bearer shares to participate in the General Meeting based on shares or statements submitted to the Company and issued to confirm the depositing of shares with a notary public, a bank or an investment company, and based on a list prepared by an entity keeping a securities depository, in accordance with the laws on trading in financial instruments. The entity keeping a securities account prepares the list based on lists which are to be submitted not later than twelve days

prior to the date of the General Meeting by the entitled parties, in accordance with the laws on trading in financial instruments. The lists submitted to the entity keeping a securities depository are prepared based on the issued statements, confirming the right to participate in the Company's General Meeting. The list of shareholders eligible to participate in the General Meeting, made in line with Article 407 § 1 of the Polish Commercial Companies Code, shall be displayed in the Company's registered office in Cracow, 3A Walerego Sławka street, in the Company Secretary's Office, 2nd floor, for the three week days preceding the date of the General Meeting, e.g. from 13 to 15 February 2017, between 9:00 a.m. and 4:00 p.m.

A shareholder may request to have the list of shareholders sent to them free of charge by e-mail, providing the e-mail address to which the said list is to be sent.

Place where information on the General Meeting is available

The full text of documents to be presented to the General Meeting, draft resolutions, the Management Board's or the Supervisory Board's comments on issues introduced to the agenda of the General Meeting or issues which are to be introduced to the agenda before the date of the General Meeting (when prepared) shall be made available on the website http://www.quantum-software.com/investor_pl/ and at Company's registered office in Cracow, 3A Walerego Sławka street, in the Company Secretary's Office, 2nd floor, on week days, between 9:00 a.m. and 4:00 p.m. Shareholders shall have the right to request copies of motions regarding the matters on the agenda of the General Meeting at least one week before the General Meeting (i.e., until 9 February 2017). All information about the General Meeting is available on http://www.quantum-software.com/investor_pl/.

All correspondence related to the General Meeting should be sent to Ewa.Warchol@quantum-software.com.