SIMCORP A/S

On 26 April 2016 at 8 a.m., an extraordinary general meeting of SimCorp A/S was held at SimCorp A/S, Weidekampsgade 16, DK-2300 Copenhagen S.

The board of directors had appointed Marianne Philip, attorney-at-law, as chairman of the meeting. Marianne Philip announced that the extraordinary general meeting had been duly convened. Present were 204 of the Company's shareholders representing nominally DKK 13,557,884 of the shares and the corresponding number of votes or 32.67% of the Company's share capital of nominally DKK 41,500,000. The Executive Management, the Board of Directors and the auditors were also present.

The agenda was as follows:

1. At the annual general meeting held on 1 April 2016, the proposal regarding issue of new shares in the name of the holder was adopted by a majority of more than two thirds of both the votes cast and of the share capital represented at the general meeting. Since, however, less than 50% of the share capital was represented at the general meeting the proposal was not adopted, and the Board of Directors therefore makes the proposal at the extraordinary general meeting.

As a consequence of changes in the Danish Companies Act, the Board of Directors proposes that new shares issued in accordance with the Board’s existing authority to increase the share capital in the future shall not be issued to bearer but in the name of the holder. In consequence hereof, it is proposed to amend Article 4, section 2, of the Articles of Association as follows:

"The new shares shall be registered in the name of the holder in the Company's Register of Shareholders. The new shares shall be negotiable instruments, and no restrictions shall apply to the transferability of the shares. No shares confer any special rights upon their holder and no shareholders shall be under an obligation to have his shares redeemed in full or in part by the Company or any other party."

2. At the annual general meeting held on 1 April 2016, the proposal to authorise the Board of Directors to approve distribution of extraordinary dividends was adopted by a majority of more than two thirds of both the votes cast and of the share capital represented at the general meeting. Since, however, less than 50% of the share capital was represented at the general meeting the proposal was not adopted, and the Board of Directors therefore makes the proposal at the extraordinary general meeting.

The Board of Directors proposes to authorise the Board of Directors, in accordance with sections 182-183 of the Danish Companies Act, to approve distribution of extraordinary dividends to the extent that the Company's and the group's financial situation warrants it. The extraordinary dividends must be reasonable in relation to the Company's financial situation, must be in cash and in accordance with the limitations of the Danish Company's Act. The Board of Directors proposes to insert the authorisation as a new article in the Articles of Association:

"EXTRAORDINARY DIVIDENDS, Article 23: The Board of Directors is authorised to approve distribution of extraordinary dividends."
3. AOB

Re 1:
At the annual general meeting held on 1 April 2016, the proposal regarding issue of new shares in the name of the holder was adopted by a majority of more than two thirds of both the votes cast and of the share capital represented at the general meeting. Since, however, less than 50% of the share capital was represented at the general meeting the proposal was not adopted, and the Board of Directors therefore makes the proposal at the extraordinary general meeting.

As a consequence of changes in the Danish Companies Act, the Board of Directors proposes that new shares is-sued in accordance with the Board’s existing authority to increase the share capital in the future shall not be is-sued to bearer but in the name of the holder. In consequence hereof, it is proposed to amend Article 4, section 2, of the Articles of Association as follows:

"The new shares shall be registered in the name of the holder in the Company’s Register of Shareholders. The new shares shall be negotiable instruments, and no restrictions shall apply to the transferability of the shares. No shares confer any special rights upon their holder and no shareholders shall be under an obligation to have his shares redeemed in full or in part by the Company or any other party."

The Chairman ascertained that the proposal had been adopted by more than two-thirds of the votes.

Re 2:
At the annual general meeting held on 1 April 2016, the proposal to authorise the Board of Directors to approve distribution of extraordinary dividends was adopted by a majority of more than two thirds of both the votes cast and of the share capital represented at the general meeting. Since, however, less than 50% of the share capital was represented at the general meeting the proposal was not adopted, and the Board of Directors therefore makes the proposal at the extraordinary general meeting.

The Board of Directors proposes to authorise the Board of Directors, in accordance with sections 182-183 of the Danish Companies Act, to approve distribution of extraordinary dividends to the extent that the Company’s and the group’s financial situation warrants it. The extraordinary dividends must be reasonable in relation to the Company’s financial situation, must be in cash and in accordance with the limitations of the Danish Company’s Act. The Board of Directors proposes to insert the authorisation as a new article in the Articles of Association:

"EXTRAORDINARY DIVIDENDS, Article 23: The Board of Directors is authorised to approve distribution of extraordinary dividends."

The Chairman ascertained that the proposal had been adopted by more than two-thirds of the votes.

Re 3:
The general meeting authorised Marianne Philip, attorney-at-law, to register the proposals adopted by the General Meeting with the Danish Business Authority (Erhvervsstyrelsen) and to make such additions, alterations or amendments thereto or
therein, including to the Articles of Association, and to take any other action as the Danish Business Authority may require for registration.

The Chairman announced that there was no further business to transact and the general meeting was closed.

Chairman of the meeting:

[Signature]

Marianne Philip