

SIMCORP A/S

On 24 April 2020, at 3.30 p.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 shareholders of the Company representing nominally DKK 18,545,431 of the shares and the corresponding number of votes or 46.72 % of the Company's share capital of nominally DKK 40,500,000. Members of Executive Management and Board of Directors were also present.

The agenda was as follows:

- 1:** At the annual general meeting held on 24 March 2020, the proposal to authorise the Board of Directors to increase the share capital was adopted by a majority of more than two thirds of both the votes cast and of the share capital represented at the annual general meeting. Since, however, less than 50% of the share capital was represented at the annual general meeting, the proposal was not adopted, and the Board of Directors therefore makes the proposal at the extraordinary general meeting.

It is proposed by the board of directors to grant authorisation to the board of directors to increase the share capital without pre-emption rights for existing shareholders at market price and with expiry on 1 March 2025.

Accordingly, it is proposed to amend article 4 of the Articles of Association to the following:

"Article 4

The share capital may be increased in one or more issues of new shares by a total nominal amount of up to DKK 4,000,000 (4,000,000 shares of DKK 1) without pre-emption rights for the Company's existing shareholders and as directed by the Board of Directors with respect to time and terms. The capital increase may be effected in cash or by contribution of an existing business or specific assets, in all cases at market price. This authority shall be valid for a period of five years, expiring on 1 March 2025, and may be extended by the general meeting for one or more periods of up to five years at a time.

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 24 March 2020, the proposal to amend articles 7, 9 and 11 of the company's articles of association was adopted by a majority of more than two thirds of both the votes cast and of the share capital represented at the annual general meeting. Since, however, less than 50% of the share capital was represented at the annual 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 amend the company's articles of association. The amended articles of association are attached hereto as Appendix 1.

- Article 7 is amended following a merger between VP Securities A/S and VP Services A/S who is keeping the company's register of shareholders to reflect the name change after the merger. The company's register of shareholders will going forward be kept by VP Securities A/S, CVR no. 21599336.

- Article 9 is amended to encompass both ordinary and electronic registration for participation in the annual general meeting.

- Article 11 is amended to include on the agenda presentation of the remuneration report. This will apply from the annual general meeting in 2021.

3: AOB

Re 1:

At the annual general meeting held on 24 March 2020, the proposal to authorise the Board of Directors to increase the share capital was adopted by a majority of more than two thirds of both the votes cast and of the share capital represented at the annual general meeting. Since, however, less than 50% of the share capital was represented at the annual general meeting, the proposal was not adopted, and the Board of Directors therefore makes the proposal at the extraordinary general meeting.

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The Chairman ascertained that the proposal had been adopted by more than two-thirds of the votes cast and of the votes represented at the general meeting.

Re 2:

At the annual general meeting held on 24 March 2020, the proposal to amend articles 7, 9 and 11 of the company's articles of association was adopted by a majority of more than two thirds of both the votes cast and of the share capital represented at the annual general meeting. Since, however, less than 50% of the share capital was represented at the annual general meeting, the proposal was not adopted, and the Board of Directors therefore makes the proposal at the extraordinary general meeting.

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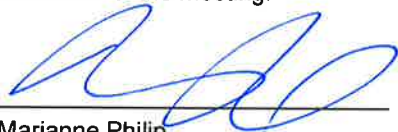
The Chairman ascertained that the proposal had been adopted by more than two-thirds of the votes cast and of the votes represented at the general meeting.

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:



Marianne Philip