



## Acquisition of Micro Application

### The Extraordinary General Meeting of February 11, 2011, approves the issue of shares and warrants

#### Acquisition of Micro Application, France's Number 1 consumer software publisher

At the Extraordinary General Meeting of February 11, 2011, Avanquest Software shareholders approved the issue of 1,916,667 shares and 916,666 non-transferrable and conditional warrants in favour of Micro Application Europe shareholders, as part of the acquisition of 100% of the share capital of Micro Application Europe which encompasses the French software business of Micro Application.

The total maximum price of the acquisition (excluding adjustment of net debt) amounts €10 million, including €1.5 million in cash, €5.75 million in Avanquest shares, and a maximum earn-out of €2.75 million (also in Avanquest shares) subject to certain financial targets being reached over the next two years.

The general meeting also approved a change in the financial year's closing date intended to take better account of the seasonal nature of the Group's business.

#### Synergies and priority development focus

On behalf of the Avanquest and Micro Application teams, Bruno Vanryb, the Co-Founder, President and CEO of the Avanquest Software Group, expressed his satisfaction with the general meeting's decision: ***"The Avanquest and Micro Application brands are highly complementary and the teams share the same passion and company vision. Philippe Olivier, Founder, President and CEO of Micro Application and I have the same objective: to be an undisputed leader in online sales in France and internationally. The pooling of the two companies' innovation capital creates additional potential for enhancement, especially***

***in the area of multiplatform software and innovative applications associated with the development of cloud computing and with the convergence of new media (smartphones, tablets, connected television)."***

Philippe Olivier has joined the Avanquest Group's Executive Committee. He looks forward to working with Avanquest saying, ***"We are delighted, as are our respective teams, with this coming together. As software developers and publishers, Avanquest Software and Micro Application share the same culture of innovation and have each developed its own assets. Avanquest successfully targets businesses and consumers through its subsidiaries on three continents. In France, Micro Application enjoys a leadership position with the general public and sourcing capabilities that will be useful to Avanquest's profitable-growth strategy. The developments of synergies, especially with the English and German companies in the Avanquest Group, are part of our European priorities."***

#### Micro Application's contribution to the Group's profitable-growth strategy

Micro Application, whose software business is already profitable, will be consolidated as of February 2011 and will contribute to the future growth of Avanquest Software group's turnover and earnings.

The current fiscal year will exceptionally last 15 months and will close at June 30, 2011.

Today ranked in the Top 10 worldwide, with this acquisition Avanquest is pursuing its ambition to progress toward the Top 5 consumer software publishers (excluding games).

#### Next financial news

Q4 Turnover 2010/11

12 May 2011 (after close of market)

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<http://www.avanquest.com>

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#### Codes

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