

Annual General Meeting of ReadSoft AB (publ)

The shareholders in ReadSoft AB are hereby invited to the Annual General Meeting on Wednesday April 23, 2008 at 3 p.m. at Hotel Marina Plaza, Kungstorget 6, Helsingborg, Sweden.

Registration and notification

Shareholders who wish to participate in the Annual General Meeting must be registered in the company's share register, per April 17, 2008, which is kept by VPC AB, and shall further no later than 4 p.m. on April 17, 2008 notify the company of the intention to participate.

Notice can be made per post sent to ReadSoft AB, S Kyrkogatan 4, 252 23 Helsingborg, Sweden; by telephone at +46 (0)42-490 21 00; by fax at +46 (0)42-490 21 20 or at ReadSoft's homepage with address www.readsoft.com. Shareholders are requested to state their name, address, telephone number and civil registration number or organization number, their registered holdings, and any proxy or representative. Personal data are only used for the draw up of the voting list. Shareholders represented by proxy should submit the proxy to the company prior to the Annual General Meeting. The company provides proxy form at the company's website and is posted to shareholders at request. The same address and telephone number for notice applies for order of proxy form.

Shareholders who have trustee-registered shares must temporarily register the shares in their own name with VPC. Such registration must be effective by April 17, 2008, which means that the request should be submitted well in advance of said date.

Program at the Meeting

2 p.m. – 3 p.m. Registration and light refreshments

3 p.m. The Meeting is opened

Agenda

1. Opening of the Meeting
2. Election of chairman of the Meeting
3. Establishment and approval of the voting list
4. Election of minutes-checkers
5. Approval of agenda
6. Determination that the Meeting has been properly convened
7. Submission of the Annual Report and Audit Report as well as the Consolidated Accounts and Consolidated Audit Report
8. Statement by the President
9. Resolutions:
 - a) to adopt the Income Statement and Balance Sheet as well as the Consolidated Income Statement and Consolidated Balance Sheet,
 - b) disposition of the company's earnings,
 - c) the discharge of the members of the Board of Directors and the President from liability
10. Determination of the number of members of the Board of Directors
11. Determination of the remuneration to the Board of Directors and auditors
12. Election of the Board of Directors
13. Election of Nomination Committee
14. The issue of convertibles and transfer of convertibles
15. Adoption of guiding principles for remuneration to senior executives
16. Authorization for the Board of Directors to decide on issue of new shares
17. Closing of the Meeting

Motions

Item 9 b) - The Board of Directors proposes no dividend.

Items 10 – 12: The Nomination Committee has informed that there is no complete proposal with respect to election of Board of Directors or remuneration to the Board and auditors. The company will announce the proposal as soon as it is made available.

The Nomination Committee has the following proposals under items 2 and 13.

Item 2: Chairman of the Board, Göran E. Larsson, is proposed to be chairman of the Meeting.

Item 13: In connection with next year's Annual Meeting, the Nomination Committee shall propose: 1. Chairman of the Annual Meeting, 2. Election of members of the Board of Directors and chairman of the Board of Directors, and where applicable, election of auditors, 3. Remuneration to the Board of Directors and the auditors and 4. criteria for election of the Nomination Committee.

It is proposed that the Annual Meeting decides to assign the Chairman of the Board to invite minimum three and maximum five of the largest shareholders, counted by the number of votes, per September 30, 2008, to appoint one representative each and together with the Chairman of the Board comprise the Nomination Committee. If the ownership structure has changed by the end of the fourth quarter, the composition of the Nomination Committee shall be adjusted accordingly, if possible and if it is deemed necessary.

Item 14: The Board of Directors proposes that the Annual Meeting shall decide on a incentive program for leading employees and key employees in the ReadSoft group, principally in accordance with the following.

The Board proposes that the Annual Meeting decides to take up a convertible loan of nominal maximum 9,000,000 kronor by issue of maximum 350,000 convertibles, running from June 9, 2008 to June 8, 2011. The convertibles shall be subscribed for from May 12, 2008 to May 23, 2008. Right to subscribe the convertibles, with deviation from the shareholders preferential rights, shall be leading employees and key employees appointed by the Board. Besides employees, ReadSoft Financial AB, a subsidiary of ReadSoft AB, shall be entitled to subscribe a number of convertibles determined by the Board of Directors, initially maximum 20,000, for the purpose of, on market terms, transferring the convertibles to persons who after the subscription period are employed as leading employees or key employees in the ReadSoft group. To the extent full guaranteed subscription is not made, ReadSoft Financial AB may subscribe another maximum 20,000 convertibles.

The reason for deviation of the shareholders preferential rights is that the Board with the proposed issue and offer wants to give leading employees and key employees in the ReadSoft group an opportunity to participate in the development of the Group. A personal economical long term engagement is assumed to further stimulate leading employees' and key employees' interest for the business, increase motivation and strengthen the loyalty with the Group. Improved development of result and strengthened solidarity with the Group is a common interest for the shareholders and the employees.

The subscription of the convertibles shall be made on market terms determined by use of the Black & Scholes formula. The issue price shall be the nominal amount. The convertibles shall run with an interest adjusted to conditions on the market corresponding to the interest at which the convertibles' market value corresponds to the nominal amount. The interest and

market value shall be determined on June 5, 2008 of the Swedbank Markets by use of the Black & Scholes formula.

Conversion to B-shares may be made from December 9, 2010 to June 8, 2011. The conversion price shall correspond to 125% of the average price paid for the B –share in the company on the Stockholm stock exchange's official list during the period from April 28, 2008 to May 5, 2008. The conversion price shall be 12 kronor at the lowest. Calculated on a conversion price of 12 kronor and at full conversion the company's share capital will increase with 35 000 kronor and the dilution will be approximately 1.1 percent of the share capital and 0.8 percent of the votes, based on the number of registered shares.

The aggregate costs for the incentive program is calculated not to exceed 0.2 million kronor. A valid decision on this item 14 requires that the motion is supported by shareholders representing at least nine-tenths of the votes cast as well as the shares represented at the Meeting.

Existing incentive programs comprises in total 650,000 convertibles with right to conversion to the same number of shares in the company. The program was adopted by the Annual Meetings 2006 (300,000 convertibles) and 2007 (350,000 convertibles). Conversion can be made from December 11, 2008 up to and including June 10, 2009 and from December 11, 2009 up to and including May 24, 2010.

Item 15: Remuneration to the Managing Director and other senior executives shall comprise fixed salary, possible variable salary, other benefits and pension allowance. With senior executives is meant the management group which for the moment comprises ten persons, including the Managing Director. The total remuneration shall be adjusted to the market and be competitive and be based on the individual's responsibilities and performance. Variable salary shall be based on the outcome of defined and measurable targets. Unless special reasons apply, the variable salary shall not exceed 40% of the fixed salary. The notice period in connection with termination of the company shall generally not exceed 12 months.

Retirement age shall normally be 65 years. For the moment the Managing Director and the deputy Managing Director benefit from a separate pension plan while other employees in Sweden are covered by ITP-plan only. Additional benefits shall be based on a defined-contribution plan and/or a defined-benefit plan.

In addition, senior executives, with exception of the Managing Director and the deputy Managing Director, have been offered to subscribe for convertibles in the incentive program adopted by the Annual Meeting 2006 and 2007. The Board of Directors proposes that the Annual Meeting 2008 adopts another incentive convertible program, see item 14, which is proposed to apply to, among others, senior executives, with exception of the Managing Director and the deputy Managing Director.

The Board of Directors is authorized to not comply with the above mentioned guidelines if a special case motivates such an action.

Item 16: The Board of Directors proposes that the Meeting authorizes the Board to decide on one or more occasions in the period until the next Annual Meeting to increase the company's share capital with aggregate SEK 320,000 by issue of maximum 3,200,000 new series B shares. Such issues may take place with or without preferential rights for existing shareholders.

The new shares shall be issued on market conditions and payment for the new shares shall be against payment in kind or set-off or otherwise in accordance with 13:5 first paragraph 6 of

the Swedish Companies Act.

The reasons for the Board of Directors to be able to bypass the preferential rights of existing shareholders are that financing in connection with future acquisitions may be required with payment in shares and/or through the issue of new shares against payment in kind and that the Board shall be able to decide thereon without assembling a Shareholders Meeting.

Shares and votes

There are 32,487,940 shares in the company, of which 1,354,500 are shares of series A and 31,133,440 are shares of series B, corresponding to in total 44,678,440 votes.

Documents

Beginning April 9, 2008, the complete proposals will be available at the company's head office in Helsingborg and will be sent to shareholders on request.

The Annual Report will be available from April 8, 2008 on www.readsoft.com and at the company's head office and will be sent to shareholders that request so.

Helsingborg, March 2008

The Board of Directors