

Notice to convene the Annual General Meeting of Netop Solutions A/S

Pursuant to article 5 of the articles of association, notice is hereby given that the Annual General Meeting of Netop Solutions A/S will be held at 14.00 on Thursday, 30 April 2009 at the IDA Conference Centre, Kalvebod Brygge 31-33, DK-1560 Copenhagen V.

Agenda:

1. The Board of Directors' report on the company's activities during the past year.
2. Presentation of the audited annual report for approval.
3. The Board of Directors' proposal for the application of profit or treatment of losses in accordance with the annual report as approved.
4. Election of members to the Board of Directors.
The Board of Directors proposes that the current directors Ib Kunøe, Jan Elbæk, Peter Scüpbach and Henning Hansen be re-elected.
5. Appointment of auditors.
The Board of Directors proposes that Deloitte Statsautoriseret Revisionsaktieselskab (CVR No. 24 21 37 14) be appointed as the company's auditors.
6. The Board of Directors' proposal that its authorisation to purchase shares in the company up to 10% of the company's share capital be renewed.
7. The Board of Directors' proposed amendments to the articles of association:
8. Any other business

The agenda, the proposed resolutions set out verbatim and the audited annual report for 2008 will be available for inspection by shareholders at the company's offices at Bregnerødvej 127, DK-3460 Birkerød from 8 April 2009.

At the date of this notice to convene the Annual General Meeting, the share capital of Netop Solutions A/S amounted to a nominal value of DKK 21,045,540 consisting of 4,209,108 shares with a nominal value of DKK 5 each. Each share with a nominal amount of DKK 5 carries one vote.

The bank appointed by the company through which shareholders may exercise their financial rights is Danske Bank.

All shareholders having obtained an admission card not later than on Monday, 27 April 2009 are entitled to attend the Annual General Meeting. Admission cards may be requested from the website of VP Investor Services at www.vp.dk/GF or from the company's website, www.netop.com, from Wednesday, 8 April 2009 until Monday, 27 April 2009, both days inclusive.

Copenhagen, 7 April 2009

The Board of Directors of Netop Solutions A/S

**Complete proposals to be submitted for approval at
the Annual General Meeting of Netop Solutions A/S**

to be held on Thursday, 30 April 2009 at 14.00

Re 3: The Board of Directors proposes that no dividend be paid in respect of the 2008 financial year.

Re 6: The Board of Directors proposes that the shareholders renew the authority granted to the Board of Directors at the annual general meeting held in 2008 to purchase shares in the company. The proposal reads as follows:

“The Board of Directors shall be authorised to acquire shares in the company up to a nominal value of 10% of the company’s issued share capital, cf. section 48 of the Danish Public Companies Act. The authorisation shall be valid until the next annual general meeting.

The consideration for acquisition of shares in the company shall not deviate by more than 10% from the buying price quoted by the Copenhagen Stock Exchange at the time of purchase. The buying price quoted by the Copenhagen Stock Exchange shall be understood to be the closing price – all trades as at 17.00.”

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Copenhagen, 7 April 2009

The Board of Directors of Netop Solutions A/S

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About Netop Solutions A/S

Netop Solutions A/S, formerly Danware A/S, develops and markets software solutions enabling swift, stable and secure transfer of screen images, sound and data between two or more computers. The company has three core business areas: Administration, Education and Communication. The core product within Netop Administration, Netop Remote Control, enables remote control of one or more computers. Netop Education consists of Netop and Vision software solutions for e.g. computer-based classroom teaching. Netop Communication is a modern unified communications solution integrating web, video and audio conferences, secure chat, single-click talking and desktop and file sharing. Netop Solutions has subsidiaries in the US, UK, China, Germany and Switzerland, and Netop solutions are sold in more than 80 countries. Netop Solutions A/S (formerly Danware A/S) is listed on the Nasdaq OMX Nordic Exchange Copenhagen and is a component of the SmallCap+ index. For more information, go to www.netop.com.

Translation In the event of any inconsistency between this document and the Danish language version, the Danish language version shall be the governing version.