

NASDAQ OMX Copenhagen
Announcement no. 9/2009

Notice for the Annual General Meeting in

Maconomy A/S
CVR no. 13 70 39 73

On Wednesday 29 April 2009, at 3:00 pm, the annual general meeting will be held by Maconomy A/S at the company's office in Vordingborggade 18-22, 2100 Copenhagen Ø, Denmark.

Agenda:

1. The board of directors' statement on the company's business in the past year.
2. Presentation of the company's audited annual report and consolidated financial statements for approval.
3. Decision on the allocation of profits or cover of losses according to the approved annual report.
4. Election of members for the board of directors.
5. Election of auditor.
6. Proposals from the board of directors:
 - a. Authorisation to the board of directors to let the company acquire its own shares up to 10% of the share capital, cf. section 48 of the Danish Public Companies Act, in the period until the next annual general meeting at a maximum and minimum acquisition price equivalent to the stock market price plus 10 percent. At the same time it is proposed that the required amendments be made to the company's articles of association.
 - b. Authorisation to the board of directors for a period of 5 years from 29 April 2009, to increase the company's share capital with respect to the preferential rights of subscription conferred upon the company's shareholders, by a nominal value of up to DKK 10,000,000 through cash payment at the listed market price, cf. section 37 of the Danish Public Companies Act. At the same time it is proposed that the required amendments be made to the company's articles of association.
 - c. Amendment to article 5.1 of the articles of associations and article 6.1.1 in appendix 4 to the articles of association as a consequence of Aktiebog Danmark A/S' name change to I-nvestor Danmark A/S.

Maconomy A/S

Vordingborggade 18-22
DK-2100 Copenhagen

Tel. +45 3527 7900
Fax +45 3527 7910

CVR no. 13703973
www.maconomy.com

- d. Amendment to article 6 of the articles of associations and article 6.1.1 in appendix 4 to the articles of association as a consequence of Værdipapircentralen A/S' name change to VP Securities A/S.
- e. Amendment to article 9.2 of the articles of associations by changing the information that the shareholders are required to supply to order an admission card for the company's annual general meetings.
- f. Amendment to article 11.1 of the articles of associations by insertion of a reference to the employee-elected members to the board of directors.
- g. Amendments to articles 7.4, 20, 21 and 22 of the articles of associations, including deletion of article 20 of the articles of association and amendment of references and the numbering of articles 7.4, 21 and 22 of the articles of association.

7. Proposals from the shareholders.

8. Miscellaneous.

- 0 -

The complete proposals for the annual general meeting are enclosed as appendix 1.

The following documents will be available for the shareholders at the company's office for closer examination from Tuesday, 21 April 2009:

- the agenda,
- the complete proposals including a draft of the new articles of association,
- the company's annual report including the auditor's report, and
- the company's consolidated financial statements.

Pursuant to section 73, subsection 5 of the Danish Public Companies Act, it is noted that the total share capital of Maconomy A/S is DKK 41,786,150 distributed on 20,893,075 shares with a nominal value of DKK 2.00 each or multiples thereof. Accordingly, the total number of votes at the company's annual general meetings is 20,893,075. The bank issuing the shares is Danske Bank A/S through which the shareholders may exercise their financial rights.

Admission cards to the annual general meeting may be obtained via the shareholder portal on the Investor tab at the Maconomy A/S website (www.maconomy.com), where the shareholders may also authorise either the company's board of directors or a third party to attend the annual general meeting on their behalf by signing a proxy. On Friday, 25 April 2009, when the registration for the annual general meeting has been completed, admission cards and voting papers will be sent to the shareholders by ordinary mail.

The shareholders are entitled to attend the annual general meeting provided that they have registered their attendance and requested an admission card no later than five calendar days before the annual general meeting. In connection with their registration, the shareholders must state their VP registration number(s) and provide proof of the identity of the person recorded in the company's register of shareholders as the holder of the shares. Questions regarding these matters may be directed to CFO Klaus Juhl Wulff tel. +45 35 27 23 67, e-mail kjw@maconomy.com or sent to the postal address Vordingborggade 18-22, 2100 Copenhagen Ø, Denmark, attn: Klaus Juhl Wulff.

- 0 -

Copenhagen, 2 April 2009

On behalf of the board of directors:

Thomas D. Hartwig (Chairman) John Andersen (Deputy Chairman)

Jens Christian Lorenzen Claus Henrik Stenbæk

Carsten Elvers Jan Jensen

Jens Wandler

For additional information on this announcement, please contact:

Hugo Dorph, CEO, tel. +45 35 27 24 24, e-mail: hdo@maconomy.com

Klaus Juhl Wulff, CFO, tel. +45 35 27 23 67, e-mail: kjw@maconomy.com

**Complete proposals for the annual general meeting in
Maconomy A/S on 29 April 2009**

Re item 2 on the agenda:

The board of directors proposes that the company's audited annual report and the consolidated financial statements be approved.

Re item 3 on the agenda:

The board of directors proposes that the profit after deduction of tax of DKK 0,2 million be carried forward to "retained earnings" under equity and thereby to the next financial year, and that no dividend be paid out to the company's shareholders for 2008.

Re item 4 on the agenda:

All present members of the company's board of directors are up for re-election. The board of directors proposes re-election of Thomas David Hartwig, John Andersen and Jens Christian Lorenzen and new election of Henrik Egefild Schimming. Claus Henrik Stenbæk does not accept renomination.

The nominated candidates as well as their managerial positions in other Danish public companies, except for wholly-owned subsidiaries, are as follows:

Thomas David Hartwig (b. 1950), Chairman and member of the Board since 2004.

- Managerial positions: Aktieselskabet R. Færchs Fabrikker (chairman), ATRIUM Partners A/S, Fritz Hansen A/S, Færch Holding A/S (chairman), Færch Invest A/S (chairman), Netcompany A/S (chairman), TPS Holding A/S, TPS Ltd.
- Former CEO of Accenture, 1990-2003. Professional board member.
- No. of shares: 100.
- Independent member of the Board.

John Andersen (b. 1943), Deputy Chairman of the Board since 2003.

- HD (R) in 1970, examination as state-authorized public accountant in 1971.
- Managerial position: AB A/S (deputy chairman).
- Managing partner of Arthur Andersen Denmark 1977-1988. Practice director 1988-2000. Reviewer at Commercial Business schools in Accounting and Auditing.
- No. of shares: 100,000
- Independent member of the Board.

Jens Christian Lorenzen (b. 1943), member of the board since 2008.

- Cand.merc. and SMP from Harvard.
- Managerial positions: Arator A/S, Carl Ejler Rasmussen & Co. A/S, Elbodan A/S, Flooding Agency A/S (chairman), Gangsø Møbler A/S, GateHouse A/S, Helene Lorenzen A/S, IDdesign A/S, Investe-

ringsforeningen Carnegie Worldwide, Iso-Mix A/S, Take.Care A/S (chairman), Torstedhus A/S (chairman).

- CEO, Otto Mønsted A/S. Previously CEO of PBS.
- No. of shares: 0 (Otto Mønsted A/S owns 11,000 shares).
- Independent member of the Board.

Henrik Egefæld Schimming (b. 1965).

- Bachelor of Commerce degree (Business Finance).
- Managerial positions: DEMA Holding A/S (director and board member), Green Wind Energy A/S (project manager). Former principal in Den Københavnske Bank, self-employed, director Sølund Invest A/S (now Green Wind Energy A/S), member of the board of directors of Holberg A/S, Unicorn Properties A/S, Lautruphøj 5-7 A/S (chairman), Egefæld Holding A/S, Høffdingsvej 32-36, 2500 Valby A/S, Danske Industrihuse A/S, Ejendomsselskabet Island A/S, Hotel Nørrevang A/S og Holberg Trading A/S and of 25 limited partnerships and 1 private limited company, as well as managing director of 19 private limited companies.
- No. of shares: Approx. 6.521.801.
- Dependent member of the Board.

Ib Carsten Elvers was on 25 March 2009 at an employee election in the company re-elected to continue in the board as an employee representative. At the same election Kell Møller was elected as a new board member. As alternating directors for Ib Carsten Elvers and Kell Møller respectively was elected Søren B. Larsen and Jan Jensen respectively.

Ib Carsten Elvers and Kell Møller's managerial experience and education are as follows:

Carsten Elvers (b. 1957), elected by the employees and member of the Board since 2007.

- Employed in Maconomy since May 1986. Senior consultant with many years of expertise in Maconomy within the fields of programming, support, education, technical sales and installation consulting for larger customers of Maconomy. Expatriated to Maconomy's office in Boston 2002.
- No. of shares: 5,000 as well as 3,000 warrants granted to employees on 15 June 2000.

Kell Møller (b. 1968), elected by the employees and member of the Board since 2009.

- Employed in Maconomy since March 2007. IT manager in Maconomy with responsibility for IT and operations development and internal support. Elected by the management as safety representative. Broad IT expertise from various positions, including IT consultant in Københavns Kommune.
- Master's degree in computer science and communications from the University of Roskilde.
- No. of shares: 0 as well as 7,500 warrants granted to employees on 28 May 2008.

Re item 5 on the agenda:

The board of directors proposes that the Company's present auditor PricewaterhouseCoopers Statsautoriseret Revisionsaktieselskab is re-elected as the company's auditor.

Re item 6a on the agenda:

The board of directors proposes that the board of directors be authorised to let the company acquire its own shares up to 10 percent of the share capital pursuant to section 48 of the Danish Public Companies Act in the period until the next annual general meeting at a maximum and minimum acquisition price equivalent to the stock market price plus 10 percent.

It is usual for listed companies to grant such an authorisation to the board of directors.

The board of directors proposes that the amendment of the articles of association be incorporated by replacing the present article 11.7 of the articles of association with the following provision:

["Pursuant to section 48 of the Public Companies Act, the Board of Directors will be authorised to let the company acquire its own shares up to 10% of the share capital in the period until the next annual general meeting at a maximum and minimum acquisition price equivalent to the stock market price plus 10%."]

Re item 6b on the agenda:

The board of directors proposes that the board of directors be authorised for a period of five (5) years from 29 April 2009, with respect to the preferential rights of subscription conferred upon the company's shareholders, to increase the company's share capital by up to a nominal value of DKK 10,000,000 through cash payment at the listed market price pursuant to section 37 of the Danish Public Companies Act.

The board of directors proposes that the amendment to the articles of association be incorporated by replacing the present article 16.1 of the articles of association with the following provision:

["For a period of five (5) years from 29 April 2009 with respect of the preferential rights of subscription conferred upon the company's shareholders, the board of directors shall be authorised to pass a resolution to increase the Company's share capital by up to a nominal value of DKK 10,000,000 through cash payment at the listed market price.

New shares shall carry the same rights as existing shares in accordance with the articles of association, including the fact that the new shares are negotiable instruments, that they shall be issued to registered holders whose names shall be recorded in the company's register of shareholders, that no shares are redeemable and that there are no restrictions in the transferability of the shares .]

Re item 6c on the agenda

Since Aktiebog Danmark A/S as per 1 December 2008 has changed its name to I-nvestor Danmark A/S, the board of directors proposes that "Aktiebog Danmark A/S" in the present article 5.1 of the articles of association and article 6.1.1 in appendix 4 of the articles of association be changed to "I-nvestor Danmark A/S", which means the provisions will have the following wording:

5.1

[The shares shall be issued to registered holders and shall be recorded in the company's register of shareholders. The share register will be kept by I-nvestor Danmark A/S, Kongevejen 118, 2840 Holte.]

6.1.1 of appendix 4

[The shares must be registered in the name of the shareholder, be listed in the company's share register kept by I-nvestor A/S and be registered at VP Securites A/S.]

Re item 6d on the agenda:

Since Værdipapircentralen A/S as per 16 March 2009 has changed its name to VP Securities A/S, the board of directors proposes that "Værdipapircentralen" in the present articles 6.1 and 6.2 of the articles of association and article 6.1.1 in appendix 4 of the articles of association be changed to "VP Securities A/S", which means the provisions will have the following wording:

6.1

[The shares of the company shall be issued through VP Securities A/S.]

6.2

[Following the registration of shares at VP Securities A/S, dividend will be paid out by transfer to the accounts specified by shareholders pursuant to the applicable rules at any time.]

6.1.1 of appendix 4

[The shares must be registered in the name of the shareholder, be listed in the company's share register kept by I-nvestor A/S and be registered at VP Securities A/S.]

Re item 6e on the agenda:

Since the shareholders at the latest annual general meeting when requiring their admission cards were requested to specify the VP registration numbers of their shares, the board of directors proposes that the present article 9.2 of the articles of association be amended accordingly. It is therefore proposed that article 9.2 of the articles of association be amended to the following:

[Any holder of shares in the company shall be entitled to attend the general meetings, provided he has obtained an admission card for the meeting at the company's headquarters no later than five (5) calendar days in advance upon specification of the VP registration number(s) of his shares and proof of his identity as the person registered in the register of shareholders as the holder of the shares.]

Re item 6f on the agenda:

As some of the members of the board of directors are elected by the employees in accordance with the rules of the Danish Public Companies Act on employee representation, the board of directors proposes that a reference hereto is inserted in the present article 11.1 of the articles of association. It is therefore proposed that article 1.1 of the articles of association be amended to the following:

[The Company shall be managed by a Board of Directors of 3-7 members, elected at a General Meeting. They shall be accompanied by a number of members elected in accordance with the rules of the Danish Public Companies Act on employee representation. Board members elected at a General Meeting are elected for a period of 1 year, but re-election is possible. The position as Board Member shall expire on the first General Meeting after the date on which a Board Member reaches 70 years of age.]

Re item 6g on the agenda:

Since the board of directors does not believe that an extension of the board's present authorisation to decide on the distribution of extraordinary dividends is required, the board of directors proposes that the authorisation granted in accordance with the present article 20 of the articles of associations be deleted. The provision has the following wording:

[Until the next Ordinary General Meeting, the Board of Directors shall be authorised to decide on the payment of extraordinary dividends]

As a consequence of the board of director's proposal to remove the present article 20 of the articles of association, the board of directors proposes that the following amendments be made to the present articles 7.4, 21 and 22 of the articles of association. It is proposed that the present article 7.4 of the articles of associations be replaced by the following statement.

[Annual General Meetings shall be convened by the Board of Directors at no less than one week's notice and no more than four weeks' notice. Notice may be given via electronic communication, as shareholders who have specified their e-mail addresses will be contacted by e-mail, cf. Article 20.2.]

It is proposed that the numbering of the present articles 21 and 22 of the articles of association be amended as follows:

- article 21 is amended to article 20
- article 21.1 is amended to article 20.1
- article 21.2 is amended to 20.2
- article 21.3 is amended to article 20.3
- article 22 is amended to article 21
- article 22.1 is amended to 21.1
- article 22.2 is amended to article 21.1.

- 0 -

Adoption of the proposals under agenda items 6a, 6b, 6c, 6d, 6e and 6f concerning amendments to the articles of association requires a majority of at least two-thirds of the votes cast and of the voting share capital represented at the general meeting (see section 78 of the Public Companies Act).

- 0 -

This announcement has been prepared in Danish and English. The Danish version is to be considered the original version for official purposes. In case of any discrepancy between the two versions, the Danish version shall prevail.