# No 120 Donnerstag, 25.06.2009 127. Jahrgang

To the shareholders of Adsclick SA, Meyrin, CH-550.1.037.864-6

# Invitation to the Extraordinary Shareholders' Meeting of Adsclick SA on July 16, 2009

Date: July 16, 2009

Time: 11.00 a.m.

Location: at the offices of the notary public Wiedikon-Zurich, Weststrasse 70, 8003 Zurich

### A. Agenda and Proposal

#### **Ordinary Capital Increase**

The board of directors of Adsclick SA ("**Board**") proposes to decide on an ordinary increase of the share capital of Adsclick SA ("**Company**") according to the following terms:

- (a) Increase of the share capital by a maximum of CHF 75,931.84 through the issuance of a maximum number of 7,593,184 fully paid up preferred registered shares with a nominal value of CHF 0.01;
- (b) The issue price for the preferred registered shares shall be CHF 0.1510 per preferred share, totalling CHF 1,146,570.78 at a maximum. The agio only becomes due after the registration of the capital increase with the commercial register of the Canton of Geneva;
- (c) The contribution with respect to the preferred registered shares to be issued shall be made in cash;
- (d) The newly issued preferred shares shall have the same rights as the already existing preferred shares pursuant to article 26 of the Company's articles of incorporation;
- (e) The newly issued preferred shares shall be entitled to receive dividends as from January 2009;
- (f) The transfer of the preferred shares shall be restricted pursuant to article 5 of the Company's articles of incorporation;
- (g) The exercise period for the subscription of new preferred shares and the time period for the contribution of the share capital in cash expires on 21 July 2009;
- (h) Preferred subscription rights not exercised during the exercise period may be allocated in the interest of the Company by the Board.

The Board reserves the right to alter its proposition with respect to the ordinary capital increase on the agenda.

#### **B.** Organizational Remarks

## **Confirmation of Participation**

Shareholders are asked to confirm their participation or absence by 14 July 2009 either by phone, fax or e-mail to Mr. Christopher Wagner, Adsclick SA, tel.: +41 22 791 73 80, fax: +41 22 788 58 51, e-mail: christopher.wagner@ads-click.com.

#### Power of Attorney

Shareholders who do not personally attend the shareholders' meeting may be represented by another shareholder or a third party. Please only use the proxy form which you will receive upon request at: Adsclick SA, attn: Mr. Christopher Wagner, Route de Pré-Bois 20, 1215 Geneva, Switzerland.

#### **Further Information**

For any questions in connection with the shareholders' meeting, please refer to Christopher Wagner, Adsclick SA (+41 22 791 73 80).

Meyrin, June 25, 2009

Adsclick SA For the Board: Jude Ngu'Ewodo, Chairman

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