eServGlobal Limited

General Meeting of Shareholders

30 June 2010

Transaction Overview: Key Terms

- eServGlobal Limited announced on 26 May 2010 that it had entered into an agreement to sell the assets and undertakings of its USP Business, including the USP Products, to Oracle for a cash consideration of up to USD$93,750,000 (AUD$113.4 million, £65 million being exchange rates on 26 May) subject to certain deductions.
- This compares to the total market capitalisation of eServGlobal on 24 May of AUD$88.6 million (£51.2 million).
- 100% cash offer
- Escrow amount of USD$20,750,000 (AUD$25.1 million, £14.4 million) (26 May exchange rates) will be retained by Oracle as a source of indemnification for Oracle for two years following completion. Assuming there are no claims, 50% of this amount will be released after one year and the remainder after two years. The release of funds from escrow is in no way dependent on the performance of the assets sold to Oracle post completion.
- Break fee of USD$937,500 (AUD$1.1 million, £650,000)
- Other material terms of the agreement and the purchase price deductions are described in more detail in the notice of meeting.

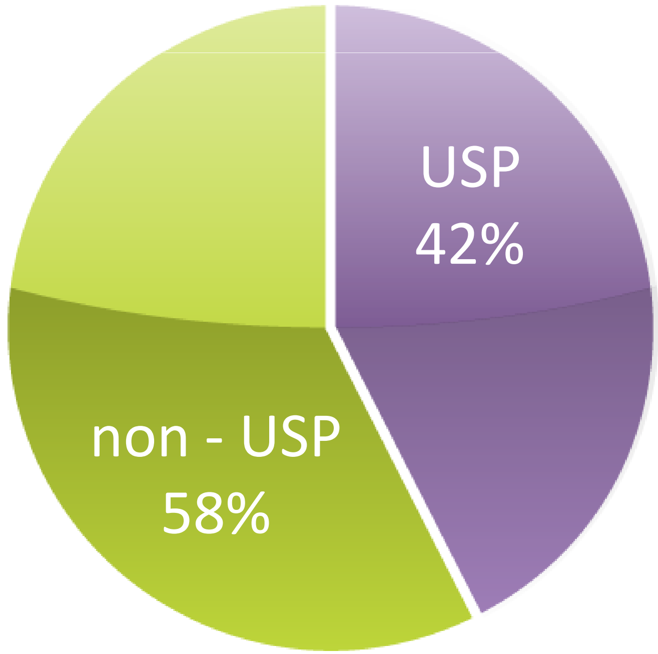
Transaction Overview: Key Conditions

- Shareholder approval
- Obtaining the consent of third parties (including customers) to the transfer of rights and obligations under the agreement with Oracle
- Execution of non-competition agreements by various employees
- Execution and delivery of numerous ancillary documents including intellectual property assignment, transitional services agreement, sub-contract agreement, intellectual property agreement

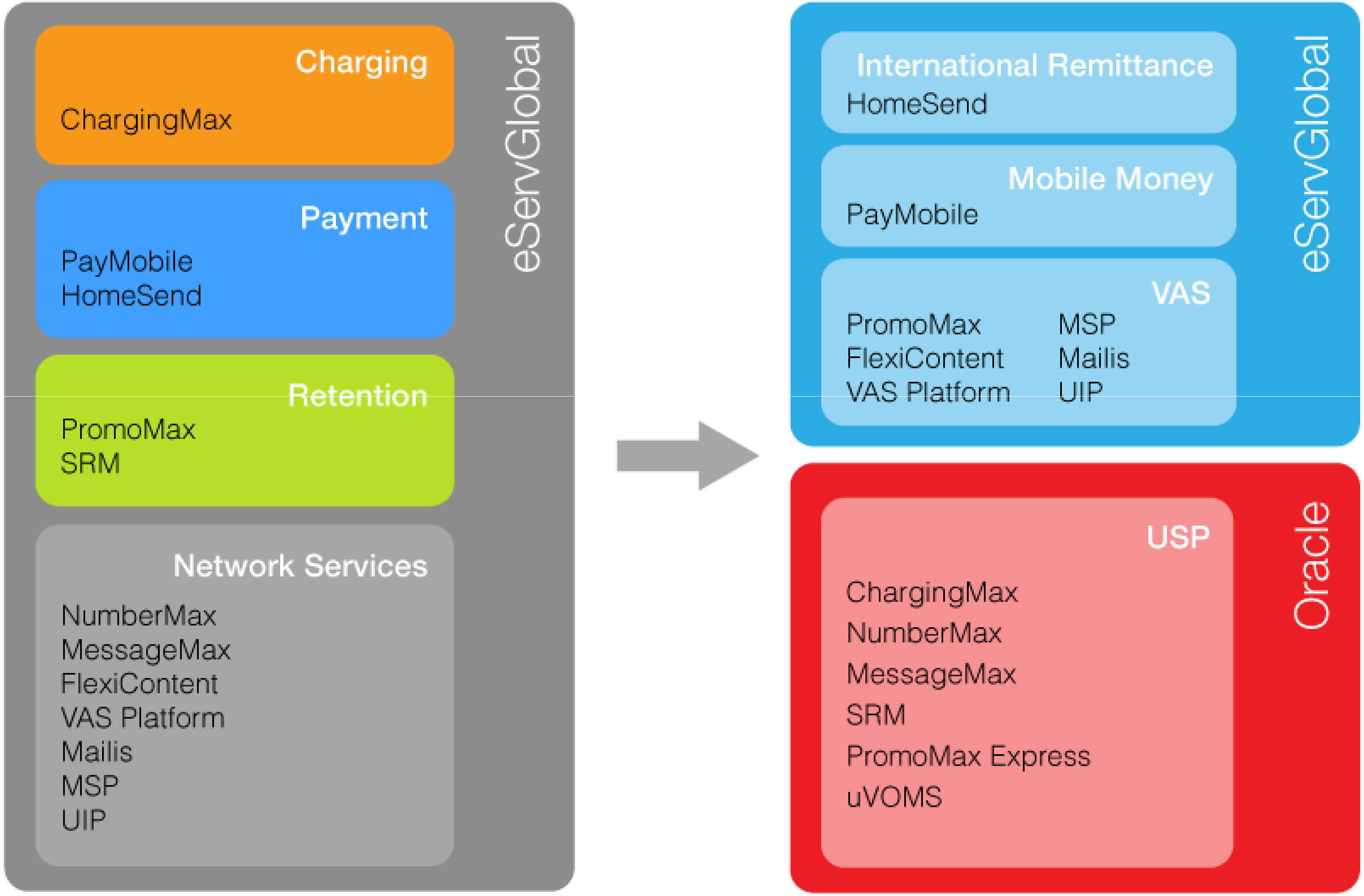
Transaction Overview: USP Assets

- USP IP
  - ChargingMax
  - NumberMax
  - uVOMS
  - MessageMax
  - Social Relationship Management
  - PromoMax Express
- 25+ USP customers
- The property leases for
  - Ipswich (UK)
  - Wellington (NZ)
  - Diegem (Brussels)
- USP fixed assets (servers, laptops etc)
- Approximately 200 employees

FY09 Revenue



The Transaction Scope: Products



Transaction Rationale: Why sell the USP assets to Oracle?

- Having built, implemented and developed a world leading pre-paid charging platform, the company recognises that telecom operators are progressively looking for suppliers to provide ‘convergent billing’ solutions (meaning both prepaid and post paid billing) in a single offer. Without a post paid solution, we cannot independently provide convergent billing.

- We are dependent on post paid billing partners (e.g. Oracle) when selling to tier one telecom operators.

- Oracle is the natural acquirer of this part of our business. Our USP platform is built on Oracle tools, database and runs on Oracle (Sun) hardware.

Board Considerations

- The directors and management consider that the purchase price reflects an attractive and fair valuation for the USP Business and includes a sufficient premium to reflect the strategic value to Oracle of the company's leading USP products.

- The continuing core businesses are independent of the USP assets and the transaction will not diminish eServGlobal's ability to deal with the telecom operators in relation to the retained products.

- By separating out the three distinct business units (USP, m-Money & VAS and HomeSend) we believe investors will be able to better understand and value the business.

- During FY2010 the majority of management's time and energy was sent focusing on the USP platform due to the discussions and detailed due diligence by Oracle. The business retained by eServGlobal has exciting prospects and will further benefit from management's complete attention.

The New eServGlobal: A Strong Value Proposition

- We will specialise in "Mobile–Money" and "Value Added Services" (VAS)
- Our product portfolio will be made up of:
  - HomeSend: international remittance platform
  - PayMobile: unified solution for mobile payment and mobile-wallet
  - The VAS products:
    - PromoMax, FlexiContent, Messaging, Voice Mail and Video Mail, Interactive Voice Response
- We will:
  - build more predictable annuity revenue streams by providing Software as a Service (SaaS) alternatives
  - Continue to reinvigorate our indirect sales channels
  - Evolve headcount and locations to reduce costs
  - Continue to invest in the HomeSend platform

60+ customers
300+ employees
45+ countries

24 years experience in payments, promotions and Value Added Services

One of the largest implemented Mobile Payments customer bases globally

2011 Guidance

- Post transaction, FY2011 will be a year of transition where management will be able to focus on growing the remaining core businesses.
- Both the HomeSend platform and the Value-Added Services platform represent exciting growth opportunities, albeit they are at varying stages of development and revenue generating potential.
- Management expects to grow both revenue and earnings progressively over the medium to long term.
- The Board believes the company can achieve revenue in the range of AUD$38 million to AUD$45 million and generate positive EBITDA (before non-recurring restructuring charges) of up to AUD$5 million.

Capital Management Review

- Post completion, the Board will conduct a capital management review which will consider the extent to which the cash proceeds in relation to the transaction are excess to the Company's requirements going forward, having regard to (i) the business plan associated with the remaining core businesses (ii) the company's existing credit facilities and (iii) the company's current and possible obligations to Oracle under the asset purchase agreement.

- To the extent the Board considers that a portion of the sale proceeds is in excess to the company's requirements, it will also investigate the most efficient form of distribution to shareholders.

- No determination in this regard has been made by the Board at this time.

- The Board expects to update shareholders in relation to its capital management review during the first half of the 2011 financial year.

Board Recommendation

The Directors consider the proposed transaction to be in the best interests of the company and the shareholders as a whole. Accordingly, the directors unanimously recommend shareholders to vote in favour of the resolution to sell the assets and undertakings of the company's USP business to Oracle .

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