

Motion
by the Administration
to the
Annual General Meeting
to be held on 14th May 2009
of BRAIN FORCE HOLDING AG
Karl-Farkas-Gasse 22, 1030 Vienna

Pursuant to the annual accounts as at December 31, 2008, a balance sheet profit of EUR 530.420,87 results.

It is hereby moved, that no dividends be paid out for 2008 and the entire balance sheet profit of EUR 530.420,87, resulting from the financial year January 1, 2008 to December 31, 2008, thus be carried forward onto new account.

Vienna, April 2009

The Executive Board