



NEWS RELEASE

November 5, 2013

**Billing Services Group Limited
(‘BSG’ or the ‘Company’)
Notice of AGM**

BSG is pleased to announce that it has today posted its Notice of Annual General Meeting (“AGM”) to shareholders.

The AGM will be held at the offices of Reed Smith LLP at The Broadgate Tower, 20 Primrose Street, London EC2A 2RS, United Kingdom on 10 December 2013 at 10:00 a.m. (UK time).

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About BSG:

BSG is headquartered in San Antonio, Texas, USA and traded on the London Stock Exchange (AIM: BILL). For more information on BSG, visit www.bsgclearing.com.

BILLING SERVICES GROUP LIMITED

(Company Number EC 36839)

Notice is hereby given that the 2013 Annual General Meeting of Billing Services Group Limited (the “Company”) will be held at the offices of Reed Smith LLP at The Broadgate Tower, 20 Primrose Street, London EC2A 2RS, United Kingdom on the 10th of December 2013 at 10.00 a.m. local time for the purpose of considering and if thought fit, passing the following resolutions:

As Ordinary Business

1. To receive and adopt the Company’s annual accounts for the financial year ended 31 December 2012 together with the last directors’ report and auditors’ report on those accounts.
2. To reappoint Patrick Heneghan as director who retires by rotation as required by Bye-law 91 of the Bye-laws of the Company.
3. To reappoint Gregory Carter as director who retires by rotation as required by Bye-law 91 of the Bye-laws of the Company.
4. To reappoint Padgett, Stratemann & Co. as the auditors of the Company at a remuneration to be determined by the directors.
5. To consider and, if thought fit, approve the following amendments to the Bye-laws of the Company, as adopted by the Board:
 - (i) To delete the existing Bye-laws 154 to 157 inclusive of the Bye-laws of the Company and adopt the following new Bye-law 154 (Bye-laws 155, 156 and 157 to be intentionally left blank):

“SERVICE OF NOTICES AND OTHER DOCUMENTS

154.

154.1 Any notice or other document (including but not limited to a share certificate, any notice of a general meeting of the Company, any instrument of proxy and any document to be sent in accordance with Bye-Law 152) may be sent to, served on or delivered to any Shareholder by the Company:

154.1.1 personally;

154.1.2 by sending it through the post (by airmail where applicable) in a pre-paid letter addressed to such Shareholder at his address as appearing in the Register;

154.1.3 by sending it by courier to or leaving it at the Shareholder’s address appearing in the Register;

154.1.4 where applicable, by sending it by email or facsimile or other mode of representing or reproducing words in a legible and non-transitory form or by sending an electronic record of it by electronic means, in each case to an address or number supplied by such Shareholder for the purposes of communication in such manner; or

154.1.5 by publication of an electronic record of it on a website and notification of such publication (which shall include the address of the website, the place on the website where the document may be found, and how the document may be accessed on the website) by any of the methods set out in paragraphs 154.1.1, 154.1.2, 154.1.3, 154.1.4 or 154.2.5 of this Bye-Law, in accordance with the Companies Acts.

In the case of joint holders of a share, service or delivery of any notice or other document on or to one of the joint holders shall for all purposes be deemed as sufficient service on or delivery to all the joint holders.

154.2 Any notice or other document shall be deemed to have been served on or delivered to any Shareholder by the Company:

154.2.1 if sent by personal delivery, at the time of delivery;

154.2.2 if sent by post, forty-eight (48) hours after it was put in the post;

154.2.3 if sent by courier or facsimile, twenty-four (24) hours after sending;

154.2.4 if sent by email or other mode of representing or reproducing words in a legible and non-transitory form or as an electronic record by electronic means, twelve (12) hours after sending; or

154.2.5 if published as an electronic record on a website, at the time that the notification of such publication shall be deemed to have been delivered to such Shareholder,

and in proving such service or delivery, it shall be sufficient to prove that the notice or document was properly addressed and stamped and put in the post, published on a website in accordance with the Companies Acts and the provisions of these Bye-Laws, or sent by courier, facsimile, email or as an electronic record by electronic means, as the case may be, in accordance with these Bye-Laws.

Each Shareholder and each person becoming a Shareholder subsequent to the adoption of these Bye-laws, by virtue of its holding or its acquisition and continued holding of a share, as applicable, shall be deemed to have acknowledged and agreed that any notice or other document (excluding a share certificate) may be provided by the Company by way of accessing them on a website instead of being provided by other means.

154.3 If any time, by reason of the suspension or curtailment of postal services within Bermuda or any other territory, the Company is unable effectively to convene a general meeting by notices sent through the post, a general meeting may be convened by a notice advertised in at least one national newspaper published in the territory concerned and such notice shall be deemed to have been duly served on each person entitled to receive it in that territory on the day, or on the first day, on which the advertisement appears. In any such case the Company shall send confirmatory copies of the notice by post if at least five (5) clear days before the meeting the posting of notices to addresses throughout that territory again becomes practicable.

154.4 Save as otherwise provided, the provisions of these Bye-Laws as to service of notices and other documents on Shareholders shall *mutatis mutandis* apply to service or delivery of notices and other documents to the Company or any Director, Alternate Director or Resident Representative pursuant to these Bye-Laws.

155. *[Intentionally left blank]*

156. *[Intentionally left blank]*

157. *[Intentionally left blank]*

(ii) To amend the existing Bye-law 161 of the Bye-laws of the Company to read as follows:

“161. Subject to the proviso below, every Indemnified Person shall to the fullest extent permitted by Bermuda law be indemnified and held harmless out of the assets of the Company against all liabilities, loss, damage or expense (including but not limited to liabilities under contract, tort and statute or any applicable foreign law or regulation and all reasonable legal and other costs and expenses properly payable) incurred or

suffered by him by or by reason of any act done, conceived in or omitted in the conduct of the Company's business or in the discharge of his duties and the indemnity contained in this Bye-Law shall extend to any Indemnified Person acting in any officer or trust in the reasonable belief that he has been appointed or elected to such office or trust notwithstanding any defect in such appointment or election."

(iii) To amend the existing Bye-law 166 of the Bye-laws of the Company to read as follows:

"166. Subject to the Companies Acts, expenses incurred in defending any civil or criminal action or proceeding for which indemnification is required pursuant to Bye-Laws 161 and 163 shall be paid by the Company in advance of the final disposition of such action or proceeding.

Each Shareholder of the Company, by virtue of its acquisition and continued holding of a share, shall be deemed to have acknowledged and agreed that the advances of funds shall be made by the Company as aforesaid, and when made by the Company under this Bye-Law 166 are made to meet expenditures incurred for the purpose of enabling such Indemnified Person to properly perform his or her duties to the Company."

By Order of the Board

Katherine Aleman
Secretary

5 November 2013

Registered Office:
Canon's Court
22 Victoria Street
Hamilton HM 12
Bermuda

NOTES

A Member entitled to attend and vote at the above meeting is entitled to appoint a proxy or one or more proxies to attend and, on a poll, vote in his place. A proxy need not be a member of the Company.

Forms of Direction from holders of depositary interests must be deposited at the office of the Registrar, Capita Asset Services, PXS, 34 Beckenham Road, Beckenham, Kent BR3 4TU, United Kingdom not later than 72 hours before the time of the meeting. Proxies from holders of common shares must be received by the Registrar not later than 48 hours before the time of the meeting.

The Company, pursuant to regulation 41 of the Uncertificated Securities Regulations 2001, specifies that only those shareholders registered in the register of members of the Company by no later than 48 hours for the time fixed for the meeting shall be entitled to attend or vote at the meeting in respect of the number of common shares registered in their name at that time. Changes in entries on the relevant register of members after such time and date shall be disregarded in determining the rights of any person to attend or vote at this meeting.