

This announcement is not an offer to purchase or a solicitation of an offer to sell Shares (as defined below). The Offer (as defined below) is made solely by the Offer to Purchase dated October 15, 2008 and the related Letter of Transmittal and any amendments or supplements thereto. The Offer is not being made to, nor will tenders be accepted from or on behalf of, holders of Shares in any jurisdiction in which the making of the Offer or acceptance thereof would not be in compliance with the laws of such jurisdiction. In any jurisdiction where the applicable laws require the Offer to be made by a licensed broker or dealer, the Offer shall be deemed to be made on behalf of the Purchaser (as defined below) by one or more registered brokers or dealers licensed under the laws of such jurisdiction.

Notice of Offer to Purchase for Cash
All Outstanding Shares of Common Stock
of
Epicor Software Corporation
at
\$9.50 Net Per Share
by
Elliott ERP LLC,
a subsidiary of
Elliott Associates, L.P.

Elliott ERP LLC (the "**Purchaser**"), a Delaware limited liability company and a subsidiary of Elliott Associates, L.P., a Delaware limited partnership ("**Elliott Associates**"), is offering to purchase all outstanding shares of common stock, par value \$0.001 per share (the "**Shares**"), of Epicor Software Corporation, a Delaware corporation (the "**Company**"), at \$9.50 per Share, net to the seller in cash, without interest and less applicable withholding taxes, upon the terms and subject to the conditions set forth in the Offer to Purchase dated October 15, 2008 (the "**Offer to Purchase**") and in the related Letter of Transmittal (which, together with any amendments or supplements thereto, collectively constitute the "**Offer**"). Unless the context otherwise requires, all references to Shares include the rights associated with the Shares pursuant to the Rights Agreement (the "**Rights**"), dated as of April 1, 1994, between the Company and First Interstate Bank of California, as amended (the "**Rights Agreement**").

THE OFFER AND WITHDRAWAL RIGHTS EXPIRE AT 11:59 P.M., NEW YORK CITY TIME, ON WEDNESDAY, NOVEMBER 12, 2008, UNLESS THE OFFER IS EXTENDED.

The Offer to Purchase and the related Letter of Transmittal contain important information, which should be carefully read before any decision is made with respect to the Offer.

Requests for copies of the Offer to Purchase and Letter of Transmittal and other tender offer materials may be directed to the Information Agent as set forth below, and copies will be furnished promptly at the Purchaser's expense.

The Information Agent for the Offer is:

**MACKENZIE
PARTNERS, INC.**

105 Madison Avenue
New York, New York 10016
(212) 929-5500 (Call Collect)

or

CALL TOLL-FREE (800) 322-2885

Email: tenderoffer@mackenziepartners.com