

# Amagerbanken

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Announcement no. 20-2009  
4 November 2009

## Company Announcement

### **Amagerbanken's extraordinary general meeting**

On Wednesday, 4 November 2009 at 19.00 Amagerbanken held extraordinary general meeting during which meeting the submitted and unanimously approved proposals from 1 to 5 were adopted with the required majority.

1)

#### **Authorisation to increase the share capital**

In the period till 1 April 2010 the Board of Directors was authorised to increase the Bank's share capital by up to DKK 666,000,000. The increase may take place in one or several stages. New shares issued according to this authorisation may include (a) new shares offered at a premium rate with priority subscription right for shareholders and (b) new shares offered for free subscription at the market price or above without priority subscription right for shareholders and (c) up to an amount of DKK 220,000,000 new shares offered at a premium rate in advantage of third party without priority subscription right for the shareholders.

On any increase of share capital in accordance with this authority below shall apply;

that the Board of Directors shall fix the subscription price – however not below par – as well as the date and other terms of capital increases

that the new shares are registered in the Danish Securities Centre and shall entail the right to dividend from the time of the registration of the shares in the Danish Commerce and Companies Agency

that the new shares shall be negotiable securities and registered in the Bank's register of shareholders and cannot be transferred to bearer

that for the shares issued in accordance with this authority the same rules as for the other shares from a time fixed by the Board of Directors shall apply in respect of rights, redemption and negotiability

that there shall be no limitations to the new shareholder's priority subscription right on future augmentations with the exception of the cases stated in the authority above.

The Board of Directors was authorised to make the amendments to the Articles of Association resulting from such capital increases.

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Amagerbanken is an independent financial institution with branches in Denmark's three largest cities, Copenhagen, Århus and Odense. The foundation of the Bank is our 520 employees, 120,000 customers and 53,000 shareholders.

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2)

**Authorisation to the Board of Directors to obtain state-funded capital injection with full or part conversion right**

The Board of Directors was authorised to conclude the application for state-funded capital injection with full or part conversion right cf. the Danish Financial Business Act and Act on State-funded Capital Injections into Credit Institutions. The authority will not be included in the Bank's Articles of Association.

3)

**Conditional termination of the voting right restriction**

The present voting right restriction of the Articles of Association, article 8, second paragraph is terminated on the condition that at the same time either full or part conversion of a received state-funded capital injection takes place as Act on State-funded Capital Injections into Credit Institutions requires termination of voting right restriction at the conversion time or a capital increase of a certain size is concluded.

4)

**Proposal for election of an additional auditor**

In accordance with the Articles of Association, article 20, an additional auditor was elected. The Bank's external auditors now consist of the Bank's existing auditor, KMPG Statsautoriseret Revisionspartnerselskab and Deloitte Statsautoriseret Revisionsaktieselskab.

5)

**Authorisation to notification of the adopted proposal**

The Board of Directors or the chairman of the meeting were with substitution right authorised to notify the adopted proposals and make the amendments of the adopted proposals, which the Danish Commerce and Companies Agency, the Danish Securities Centre, NASDAQ OMX Copenhagen, the Danish Financial Supervisory Authority or other authorities might require or request made as a condition for registration or approval.

Yours faithfully,

A M A G E R B A N K E N

N.E. Nielsen  
Chairman

Jørgen Brændstrup  
Managing Director and  
Chief Executive