

To Nasdaq OMX Copenhagen A/S

Stock exchange Announcement No. 2 - 2009

Skive, 27 February 2009

NOTICE OF ANNUAL GENERAL MEETING IN SPARBANK

Tuesday 17 March 2009 at 5.30 pm at Kulturcenter Limfjord A/S, Skyttevej 12-14, 7800 Skive, Denmark

AGENDA

1. Report by the Board of Directors on the activities of the company in the past year.
2. Presentation of annual report for adoption.
3. Decision concerning the appropriation of profits or the cover of losses according to the adopted annual report.
4. Election of members to the Board of Directors, including election of a member for the audit committee in accordance with the Danish Executive Order on Audit Committees in Undertakings as well as Groups Subject to Supervision by the Danish Financial Supervisory Authority (*Bekendtgørelse om revisionsudvalg i virksomheder samt koncerner, der er underlagt tilsyn af Finanstilsynet*). In consequence of the executive order, the Board of Directors proposes an amendment to Article 13(1) of the Articles of Association such that it is ensured that at least one member of the Board of Directors complies with the requirements of the executive order for independence and competencies.
5. Appointment of auditors.
6. Any resolutions proposed by the Board of Directors or shareholders.
 - a. The Board of Directors asks the general meeting for authorisation to acquire treasury shares with a nominal value of up to 10% of the share capital.

The price paid for such shares must correspond to the purchase price quoted at the time of purchase plus/minus 10%. The authorisation is valid until the next annual general meeting.



- b. Extension of the authorisation set out in Article 3(1)-(3) until 16 March 2014, cf. Section 37 of the Danish Public Companies Act (*Aktieselskabsloven*), concerning extension of the authorisation to increase SPARBANK's share capital and the authorisation to raise convertible loans.
- c. At the last general meeting, the Board of Directors was authorised to issue share options and carry out related capital increases as determined in further detail, cf. Article 3(4) of the Articles of Association.

This authorisation lapses on 16 March 2009, and the Board of Directors does not intend to apply for renewed authorisation.

For the sake of good order, Article 3(4), which defines this authorisation, and Article 15(4) will be deleted from the Articles of Association.

- d. The Board of Directors asks the general meeting for authorisation, until the next annual general meeting, to decide to let the bank raise convertible loans as hybrid core capital in accordance with the rules set out on this from time to time in the Danish Act on Government Capital Injections in Credit Institutions (*Lov om statsligt kapitalindskud i kreditinstitutter*). In consequence thereof, Article 3 of the Articles of Association will be amended to the effect that a new item (4) is inserted, authorising the Board of Directors to raise convertible loans as hybrid core capital, cf. the Act on Government Capital Injections in Credit Institutions.

7. Any other business.

The agenda with the complete proposals and the annual report for 2008 will be available for inspection for a period of 8 days prior to the annual general meeting at the bank's offices, Adelgade 8, 7800 Skive, Denmark, and at all the bank's branches.

REGISTRATION

You may register electronically for the annual general meeting via the bank's shareholder portal which is found on the bank's website www.sparbank.dk or by submitting a registration form by 12 March 2009 at the latest. All shareholders who are entitled to vote, cf. below, may submit a proxy electronically via the bank's shareholder portal or by sending in a proxy form. All shareholders will receive registration information and registration/proxy forms by post at the beginning of March 2009.

VOTING RIGHTS

SPARBANK's share capital amounts to DKK 120.5 million divided into shares of DKK 20 each.



Shareholders or their proxies are entitled to vote at the general meeting when the shares carrying voting rights are registered in the register of shareholders and when a request for an admission card and voting paper has been submitted at least 5 days prior to the general meeting.

Shareholders who have acquired shares through assignment cannot exercise the voting rights attaching to such shares at a general meeting which was called before the shares were registered in the name of the assignee in the register of shareholders or before a request was made for the shares to be registered with documentation being provided for the acquisition.

Each shareholding of DKK 20 carries one vote, the maximum number of votes per shareholder being 1,000. This restriction of voting rights does not apply to a holding company established as set out in Article 4(1) of SPARBANK's Articles of Association provided that a restriction of voting rights applies to this company's shareholders.

The restriction of voting rights does not apply to Spar Vest Fonden. However, the voting rights of Spar Vest Fonden cannot exceed what corresponds to a shareholding of 10% of the total share capital of the company.

SPARBANK is a custodian bank.

**THE BOARD OF DIRECTORS OF
SPARBANK, ADELGADE 8, 7800 SKIVE, DENMARK, TEL. +45 96 16 16 16**

This stock exchange announcement is an English translation of the Danish announcement. In case of doubt, the Danish announcement is applicable.

SPARBANK A/S

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