

**Company Announcement 27 - 2008**  
**The OMX Copenhagen Stock Exchange**

27 October 2008

## **Notification of extraordinary general meeting to be held on 12 November 2008**

Forstædernes Bank A/S is to hold an extraordinary general meeting on Wednesday 12 November 2008 at 10.00 hrs. at Forstædernes Bank, Kalvebod Brygge 47, DK-1560 København V (Copenhagen).

### **Agenda**

**1. Election of chairman of the meeting**

The Board of Directors recommends that Mr Tomas Haagen Jensen, attorney-at-law of Gorissen Federspiel Kierkegaard be elected chairman of the meeting

**2. Motion to amend the Articles of Association as proposed by the Board of Directors to be considered**

The Board submits changes be made to the company's Articles of Association in the following items:

- Consequential amendments to Article 4(2) as a consequence of the company's shares being delisted from NASDAQ OMX Copenhagen
- Amendment to Article 8(1) on the mode of notifying general meetings
- Amendment to permanent items on the agenda of ordinary general meetings, cf. Article 8(2)
- Amendment to Article 17(1), 1<sup>st</sup> sentence, where the Executive Board is being extended to count from two to four members
- Amendment of the requirement in Article 19 of having two state authorised public accountants

The amendments submitted are as follows:

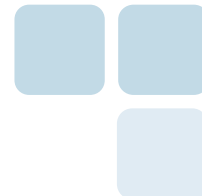
a) Article 4(2) be amended from:

*"The shares are issued via the Danish Securities Centre in denominations of DKK 25 or multiples thereof in compliance with statutory provisions on the issue of securities listed by the stock exchange."*

to

*"The shares are issued via the Danish Securities Centre in denominations of DKK 25 or multiples thereof."*





- b) Article 8(1), 3<sup>rd</sup> sentence be amended from:

*“The General Meeting shall be called by the Board of Directors upon insertion of a notice in the Statstidende, one national newspaper and one local journal.”*  
to  
*“The General Meeting shall be called by the Board of Directors upon insertion of a notice in one national newspaper and by written notice to any shareholder registered in the register of shareholders who has requested such a notice.”*

- c) Article 8(2)f to be deleted and replaced by the following text:

*”f) Election of members of the Board of Directors.  
g) election of one or two state-authorized public accountants (external auditors).”*

- d) Article 17(1) 1st sentence to be amended from:

*“The Executive Board consists of 2-3 members.”*  
to  
*“The Executive Board consists of two to four members.”*

- e) Article 19 to be deleted and replaced by the following text:

*“The Annual Report is audited by one or two state-authorized public accountants who are elected by the shareholders in general meeting for the period up to the next ordinary general meeting. Auditors may be re-elected.”*

### 3. Election of members of the Board of Directors

The following have been nominated for election to the Board of Directors to replace the current electees:

- Mr. Peter Engberg Jensen, group chief executive
- Mr. Karsten Knudsen, group managing director
- Mr. Per Ladegaard, group managing director
- Mr. Søren Holm, group managing director
- Mr. Jesper Andreasen, executive vice president

Employee elected representatives on the Board will continue in office.

### 4. Election of auditor

The Board of Directors submits that AP, Statsautoriserede revisorer I/S, Nørre Farimagsgade 11, DK-1364 København K discontinue their service as auditors for the company and that Deloitte Statsautoriseret Revisionsaktieselskab, Weidekampsgade 6, DK-2300 København S, continue as the company's sole auditor.

### 5. Any other business



The agenda and the complete motions will be available for inspection at the company's offices at Kalvebod Brygge 47, DK-1560 København V from Tuesday 28 October 2008 in accordance with the relevant provisions of the Articles of Association and the Danish Companies Act.

**Forstædernes Bank A/S, Investor Relations and Press**

Kalvebod Brygge 47  
DK-1560 København V

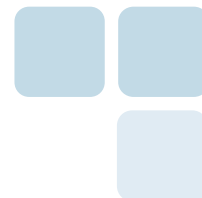
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forstædernes bank  
Få bedre råd



### **Admission cards**

Admission cards will be issued in accordance with Article 10, and shareholders who want to attend the general meeting shall request admissions cards electronically via the bank's website ([www.forbank.dk/generalforsamling](http://www.forbank.dk/generalforsamling)) or by sending in the registration form submitted to the shareholders. Registration must be in the hands of AKTIEBOG DANMARK A/S, Kongevejen 118, DK-2840 Holte via electronic registration, facsimile to (+45) 45 46 09 98 or by ordinary mail by Monday 10 November 2008 at 16.00 hrs.

### **Proxy**

Voting rights may be exercised by written proxy to a person who need not be a shareholder in the company. The proxy letter must be in the hands of AKTIEBOG DANMARK A/S, Kongevejen 118, DK-2840 Holte via electronic proxy ([www.forbank.dk/generalforsamling](http://www.forbank.dk/generalforsamling)), facsimile to (+45) 45 46 09 98 or by ordinary mail by Tuesday 11 November 2008 at 16.00 hrs.

### **Special adoption requirements**

To be adopted the motion to amend the articles as submitted by the Board of Directors requires the adoption by minimum two thirds of the votes cast as well as of two thirds of the share capital entitled to vote and represented at the general meeting, cf. Section 78(1) of the Danish Companies Act.

### **The size and voting rights of the share capital**

The company's share capital amounts to DKK 466,750,000. The articles of association provide as follows regarding the voting rights in the company:

Each share amount of DKK 25 carries one vote.

Copenhagen, 27 October 2008  
The Board of Directors

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Contact person:

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*This announcement has been issued both in Danish and English. In case of any discrepancies, the Danish version shall prevail.*