

OMX Nordic Exchange Copenhagen
Other interested parties

**Announcement
No. 28-2008**

November the 21th 2008

**Notice to convene an extraordinary general meeting of
ebh | bank a/s**

Notice is hereby given that an extraordinary general meeting of ebh bank a/s will be held on Thursday, 27 November 2008 at 17.00 at Han Herred Fritidscenter, Brøndumvej 16, DK-9690 Fjerritslev, Denmark. The general meeting is convened under section 7(4) of the Act on Financial Stability, cf. the procedure set out in section 246 of the Financial Business Act, and against the background of the recently concluded transfer agreement between ebh bank a/s and Afviklingsselskabet til Sikring af Finansiell Stabilitet A/S (the "Winding-Up Company").

Agenda:

1. To receive the report by the Board of Directors on the bank's present situation, including on the bank's failure to meet the solvency requirement under section 124 of the Financial Business Act and the resulting conditional transfer agreement entered into by the Board of Directors with the Winding-Up Company for the transfer of the bank's assets and liabilities (with the exception of the share capital and other subordinated capital, cf. sections 132 and 136 of the Financial Business Act) to a subsidiary established by the Winding-Up Company (Bankaktieselskabet af 21. november 2008 A/S under incorporation). The transfer includes the right to the 'ebh bank' name.

The report by the Board of Directors will not be submitted to a vote.

2. To consider and pass a resolution on any proposals received from the bank's shareholders on other measures that would result in the bank meeting the solvency requirement under section 124 of the Financial Business Act or on liquidation on terms acceptable to the Danish Financial

Supervisory Authority, cf. section 7(4) of the Act on Financial Stability and section 246(2) of the Financial Business Act.

3. To consider the proposal submitted by the Board of Directors to change the company's name from ebh bank a/s to Selskabet af 27. november 2008 a/s, to delete the company's secondary names set out in article 1(3) of the articles of association, and to amend the company's objects clause as set out in article 1(2) of the articles of association to the effect that its objects would be as follows:

"The object of the company is to wind up the company following the company's sale of its banking business under the conditional agreement entered into between the company and Afviklingsselskabet til Sikring af Finansiell Stabilitet A/S."

This proposal is a necessary step which follows from the conditional transfer agreement set out in agenda item 1. As a result, the amendments to the articles of association will take effect concurrently with the bank's authority to carry on banking activities being revoked and the conditional transfer agreement becoming final.

Special rules on adoption

Adoption of proposals under agenda item 2 on measures that would result in the bank meeting the solvency requirement and the proposal to change and amend the name and objects under agenda item 3 requires a majority of votes of at least two-thirds of the voting share capital represented at the general meeting, unless half of the bank's share capital is represented at the general meeting, in which case resolutions on measures to be taken can be passed by a simple majority of votes, cf. section 7(4) of the Act on Financial Stability and section 246(5) of the Financial Business Act. This will apply regardless of the majority requirements provided under article 10 of the bank's articles of association and sections 78 and 79 of the Public Companies Act.

Admission cards and proxies

Admission cards may be obtained from the bank's branches until Wednesday, 26 November 2008 at 16.00. Pre-registration is not required, however. Those wishing to attend the general meeting are requested to bring this notice.

Shareholders unable to attend the general meeting may vote by proxy. A proxy form is available on the bank's website, www.ebh-bank.dk. Proxies must be received by the bank on or before Wednesday, 26 November 2008 at 12.00.

Amount of share capital, voting rights and custodian bank

The bank's share capital amounts to a nominal value of DKK 89,250,000 divided into 8,925,000 shares of DKK 10 nominal value each, equal to 8,925,000 voting rights.

Each share carries one vote, provided it is registered in the bank's register of shareholders or the shareholder has notified the bank and substantiated his title to such share. No shareholder shall be allowed for his own shareholding and/or as a

proxy for others to cast more votes than those corresponding to 5% of the company's share capital from time to time. However, this restriction with respect to voting by proxy shall not apply to proxies issued to the Board of Directors. In case of voting by proxy, the Board of Directors shall not be allowed to cast more votes on behalf of any one shareholder than those corresponding to 5% of the company's share capital from time to time.

In order to vote shares acquired by transfer, a shareholder must cause his shares to be registered in the register of shareholders not later than on the day before the general meeting is convened or must within the same timeframe notify the bank of and substantiate his title to such shares.

The bank has appointed itself as the bank through which shareholders may exercise their financial rights.

Agenda, the conditional transfer agreement and the complete proposals

The agenda, the conditional transfer agreement and the complete proposals will be available for inspection by the shareholders at the bank's head office at the address Østergade 11-13, DK-9690 Fjerritslev, Denmark and at www.ebh-bank.dk not later than 24 hours before the general meeting, cf. section 7(4) of the Act on Financial Stability and section 246(4) of the Financial Business Act.

Proposals from shareholders

Notwithstanding the provisions of article 5 of the articles of association any proposals from the bank's shareholders on other measures that would result in the bank meeting the solvency requirement under section 124 of the Financial Business Act or on liquidation, cf. agenda item 2, must be submitted to the chairman of the Board of Directors by delivery to the mailbox at the bank's head office not later than on Wednesday, 26 November 2008 at 12.00, cf. section 7(4) of the Act on Financial Stability and section 246(6) of the Financial Business Act.

The Board of Directors of ebh | bank a/s
Egon Korsbæk, Chairman