

# **CREDEM**HOLDING

Capogruppo del Gruppo Bancario  
"CREDITO EMILIANO – CREDEM"



## **CREDEM: EXTRAORDINARY SHAREHOLDERS' MEETING GRANTS POWERS TO THE BOARD OF DIRECTORS ON CAPITAL INCREASE**

Today, **Credem** Extraordinary Shareholders' meeting, chaired by Giorgio Ferrari, resolved to proposed to grant powers to the Board of Directors to increase share capital, through payment in cash, in one or more instalments within a period not exceeding 5 years from the date the Shareholders' Meeting resolution is passed, up to an amount of €500 million (including share premium). The rights issue will be realized by issuing ordinary shares (at a nominal value of 1€ each), with a subscription right offered to those entitled. The Board will have the broadest faculty of determine from time to time procedures, terms and conditions of each transaction, including the issue share price (including any share premium) and entitlement to dividends.

The powers in connection of the first instalment are expected to be exercised by the Board of directors within July 2008. The transaction is aimed to maintain the current high level of capital ratios even during the expansion strategy that the Group is now implementing by means of acquisition deals of branches and distribution networks. On the other hand, the exercise of powers in connection with future possible instalments of the capital increase is aimed, in a longer perspective, to allow the Group to meet its further potential expansion targets.

As for the above mentioned first instalment of the capital increase, Credemholding, Credem's majority shareholder, declared its availability to take up its portion of rights issue increase (circa 73%), as well as any share remained unsubscribed at the end of the offer.

With reference to the above, Credem Shareholders' meeting also resolved to change accordingly article n. 5 of By Laws.

In relation with the share capital increase, Credem is assisted by Rothschild as a financial advisor and by Clifford Chance as legal advisor.

Reggio Emilia, 26 June 2008

CREDITO EMILIANO SPA  
(Chairman)  
Giorgio Ferrari

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