

**FIMBANK**

## COMPANY ANNOUNCEMENT

The following is a Company Announcement by FIMBank p.l.c. (or the "Company") pursuant to Malta Financial Services Authority Listing Rules 5.16 *et seq.*

### **Quote**

The Annual General Meeting of the Company was held at the Hilton, St Julian's, Malta, on Thursday, 8 May 2014. The Members were referred to the Agenda of the Meeting as contained in the Notice to Members dated 9 April 2014, as well as other documentation mailed out to them which may be viewed at [www.fimbank.com](http://www.fimbank.com).

The Members considered and approved the following resolutions:

### **ORDINARY RESOLUTIONS**

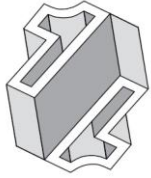
1. The Audited Accounts for the Financial Year ended 31 December 2013, together with the Report of the Directors, the Corporate Governance Statement, the Remuneration Report and the Report of the Auditors thereon.
2. The appointment of KPMG Registered Auditors as auditors, and the authority to the Board of Directors to fix their remuneration.
3. The maximum aggregate emoluments of the Directors for the Financial Year ending 31 December 2014 to be fixed at USD 350,000.
4. The appointment of the following persons as Directors:  
John C. Grech; Masaud M. J. Hayat; Majed Essa Ahmed Al-Ajeel; Eduardo Eguren Linsen; Adrian Alejandro Gostuski; Rabih Soukarieh; Fakh Ahmed Mohamed; Rogers LeBaron.

### **SPECIAL BUSINESS - ORDINARY RESOLUTIONS**

5. The authority to issue bonus shares to those Members on the register of the Central Securities Depository of the Malta Stock Exchange as at the Record Date (8 April 2014) by means of a capitalisation of the share premium account.

**FIMBank p.l.c.**  
**Mercury Tower**  
**The Exchange Financial & Business Centre**  
**Elia Zammit Street**  
**St.Julian's STJ 3155, Malta**

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**Company Registration Number: C17003**  
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## FIMBANK

6. The authority to make two rights issues over a period of two (2) years to raise in aggregate a minimum of USD 100,000,000 (the "Rights Issues") by the issuance of ordinary shares to its Members on such terms and conditions as may be determined by the Board of Directors.

### **SPECIAL BUSINESS - EXTRAORDINARY RESOLUTIONS**

7. The authority to the Board of Directors of the Company to restrict or withdraw Statutory Pre-Emption Rights of the Company's Equity Securities holder for as long as the Board of Directors remains authorised to issue and allot Equity Security.
8. The amendments to Recital C. and Paragraph 2.3 of the Executive Share Options Scheme Rules applicable to the 2011-2015 Scheme as detailed in the Notice to Shareholders.
9. The deletion of Article 6A of the Memorandum of Association and the amendments to Article 7, Article 100 and Article 148 of the Articles of Association of the Company as detailed in the Notice to Shareholders.

The Audited Financial Statements of the Company are available to the public and may also be viewed at [www.fimbank.com](http://www.fimbank.com).

***Unquote***

**Andrea Batelli**  
**Company Secretary**

9 May 2014

**FIMBank p.l.c.**  
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