

FIMBANK

FIMBANK PLC
COMPANY SECRETARIAT
7TH FLOOR, THE PLAZA COMMERCIAL CENTRE
BISAZZA STREET
SLIEMA SLM 1640, MALTA
TEL: ++356 23280171 FACSIMILE: ++35623280107

COMPANY ANNOUNCEMENT

The following is a Company Announcement issued by FIMBank p.l.c. (the “Company”) pursuant to the Malta Financial Services Authority Listing Rule 8.7.

Quote

The Board of Directors of FIMBank p.l.c. will be presenting for consideration and approval by its members at the Annual General Meeting to be held at the Hilton Hotel, Conference Centre, St. Julian’s on Thursday the 10th April 2008 at 6.00 p.m. the following resolutions:

ORDINARY RESOLUTIONS

1. - Accounts

---- That the Profit and Loss Account and Balance Sheet for the financial year ended 31 December 2007 and the Report of the Directors and the Report of the Auditors thereon all be hereby received and approved.

2. Recommendation of Dividend

---- That the payment of a net dividend of USD 4,184,820 (representing US cents 3.80232493 per ordinary share) be approved.

3. - Declaration of Dividend : Scrip Issue

-----That the net dividend of USD 4,184,820 (representing US cents 3.80232493 per ordinary share) be paid either in cash or by the issue of new shares, at the member’s option, at an attribution price of up to 15% discount to the price of the Company’s Equity Securities as at the close of trading on 9 April 2008.

4. Auditors

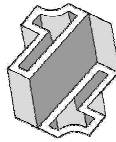
---- That the appointment of KPMG Registered Auditors as auditors be hereby approved, and that the Board of Directors be hereby authorised to fix their remuneration.

5. Maximum Aggregate Emoluments of Directors (2008)

---- That the maximum aggregate emoluments of the Directors for the financial year ending 31 December 2008 be fixed at USD 350,000 (the figure approved by the Company in Annual General Meeting in 2007 was USD 250,000).

6. Election of Directors

---- That the persons listed as Directors in the Form of Proxy be elected as Directors of the Company.



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SPECIAL BUSINESS – ORDINARY RESOLUTIONS

7. Shareholders' consent for disclosure of unpublished price-sensitive information

That, notwithstanding the provisions of Article 152 of the Articles of Association of the Company and pursuant to Rules 8.108 *et seq.* of the Listing Rules, the Company be hereby authorised to disclose to any *bona fide* offeror such information in relation to the Company, including unpublished price-sensitive information, as may be necessary to enable the *bona fide* offeror and its advisers to make, confirm, withdraw or modify any *bona fide* offer made to the Company.

8. Bonus Issue

--- That pursuant to the Directors' recommendation, the Bonus Issue be approved as follows:

- (a) that the capitalisation of USD 11,006,084 from the Company's share premium account is approved for the purpose of issuing 22,012,168 fully paid up ordinary shares of a nominal value of USD 0.50 per share in respect of the one for five bonus share issue as approved by the Board of Directors on 2nd March 2008, and
- (b) that the bonus shares be allotted to those members on the register of the Central Securities Depository of the Malta Stock Exchange as at the close of trading on 13th March 2008 (the "Record Date").

SPECIAL BUSINESS - EXTRAORDINARY RESOLUTIONS

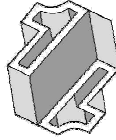
9. Amendment to the Company's Memorandum of Association to increase the Authorised Share Capital

That the Authorised Share Capital of the Company is two hundred million US Dollars (USD 200,000,000) divided into four hundred million (400,000,000) Ordinary shares of fifty US cents (USD 0.50c) each.

-----*omissis*-----

10. Directors' Authority to Issue Equity Securities

--- That, pursuant to Article 85 of the Companies Act (Cap.386, Laws of Malta), and in virtue of the powers vested in the Company by Article 5 of the Articles of Association, the Board of Directors (with full powers of delegation) be hereby generally authorised to issue and allot such number of Equity Securities, for the time being unissued, as may be determined by the Board of Directors up to a maximum value of two hundred million US Dollars (USD 200,000,000). This authorisation is a renewal



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of the previous authorisation given by the Members at the 2007 Annual General Meeting and is valid for a maximum period of 5 years from the date of the adoption of this extraordinary resolution, that is to say up to and including 10th April, 2013.

11. Directors' Authority to Restrict or Withdraw Statutory Pre-Emption Rights

---- That, pursuant to Article 18 of the Articles of Association of the Company, the Board of Directors be hereby generally authorised (with full powers of delegation) to restrict or withdraw the statutory pre-emption rights of the Company's Equity Securities holders for as long as the Board of Directors remains authorised to issue and allot Equity securities in terms of Article 85 of the Companies Act.

12. Acquisition of Own Shares

---- That pursuant to Article 23 of the Company's Articles of Association and in terms of Article 106 of the Companies Act, 1995, and subject to the required regulatory approvals, the Company be hereby authorised to acquire such number of its own ordinary shares, subject to the limitations and conditions set out in the Companies Act, 1995 and the following terms and conditions:

- (a) the maximum number of its own shares that the Company is authorised to acquire shall not exceed 10% of the issued share capital of the Company;
 - (b) the authorisation hereby given to the Company expires at the next Annual General Meeting; and
 - (c) the consideration which the Company is authorised to pay with respect to each of such shares shall be based on the trade weighted average price of the shares for the period of seven (7) months up to and including 13th March 2008, namely USD 1.899, with minimum and maximum limits of 50% below and above such trade weighted average price, namely a range between USD 0. 950 and USD 2.849 respectively. Such range is to be used within the discretion of the Board of Directors in the best interests of the Company;
- as well as any other terms and conditions as the Board of Directors (with full powers of substitution) may consider to be in the best interests of the Company.

Unquote

Raffaella Bonadies
Company Secretary

26th March 2008