

FIMBANK PLC
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Company Registration Number : C 17003



COMPANY ANNOUNCEMENT

The following is a Company Announcement issued by FIMBank p.l.c. (or the "Company") pursuant to Malta Financial Services Authority Listing Rules 5.16 and 1.26.

Quote

The Annual General Meeting of the Company was held at Le Meridien, St Julian's Malta on Thursday 5 May 2011. The Members were referred to the agenda of the Meeting as contained in the Notice to Members dated 6 April 2011, as well as other documentation mailed out to them which may be viewed at:

<http://www.fimbank.com/page.asp?n=AGMDocumentation&l=1>

The Members considered and voted to approve the following resolutions 1 to 12 by show of hands:

ORDINARY RESOLUTIONS

1. the Audited Accounts for the Financial Year ended 31 December 2010, together with the Report of the Directors and the Report of the Auditors thereon.
2. the payment of a Net Dividend of USD 3,371,955 (US cents 2.480242 per ordinary share).
3. the Net Dividend of USD 3,371,955 (representing US cents 2.480242 per ordinary share) be paid either in cash or by the issue of new shares, at each Member's option, at an Attribution Price of USD 0.850.
4. the appointment of KPMG Registered Auditors as auditors, and that the Board of Directors be authorised to fix their remuneration.
5. the maximum aggregate emoluments of the Directors for the Financial Year Ending 31 December 2011 to be fixed at USD 350,000.
6. the re-election of the following persons as Directors of the Company:

Najeeb H M Al-Saleh; Tareq Al-Saleh; Hamed M Al-Sayer; Fouad M T Alghanim; Pierre-Olivier Fragniere; John D Freeman; John C Grech; Jacques Leblanc; Gerard Lohier; Mohamed I H Marafie and Francis J Vassallo.



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SPECIAL BUSINESS – ORDINARY RESOLUTIONS

7. the consent of Members for the disclosure of unpublished price-sensitive information.
8. the authority to the Directors to issue and allot new Equity Securities up to the maximum authorised share capital.

SPECIAL BUSINESS - EXTRAORDINARY RESOLUTIONS

9. the authority to the Directors to restrict or withdraw the statutory pre-emption rights of the Company's Equity Securities holders.
10. the authority to the Company to acquire its own Equity Securities within the terms and conditions of the Resolution as presented.

(With reference to the following Resolutions 11-13:

'Prospectus' shall mean the prospectus issued by FIM Holdings p.l.c. (Co. Reg. No. 52340) and dated 6 April, 2011;

'Exchange Offer' shall mean the share for share exchange offer made by FIM Holdings p.l.c. by means of the Prospectus.)

11. amendments to the Executive Share Option Scheme Rules currently in existence:
 - a) as set out in Part A of the Annex to the Notice to Members with immediate effect; and
 - b) as set out in Part B of the Annex to the Notice to Members in the event that all the conditions of the Exchange Offer are fulfilled or waived and with effect from the Exchange Date (as defined in the Prospectus).
12. the amendments, subject to the applicable regulatory approvals, to the Articles of Association of the Company by the insertion of a new Article 48A on Limited Drag-Along Rights as detailed in the Notice to Members.

In terms of the requirements of the Appendix 1.1 of Chapter 1 of the Listing Rules, the Meeting then proceeded to take a poll on Resolution 13, which requested that:

- (a) subject to the necessary regulatory approvals;
- (b) subject to the Exchange Offer becoming unconditional as per the terms and conditions of the Prospectus; and
- (c) with effect from such date and time as may be decided in conjunction with the Listing Authority and the Malta Stock Exchange,

all the ordinary shares of FIMBank p.l.c. bearing ISIN Number MT0000180100 be de-listed from the Official List of the Malta Stock Exchange.



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Each share was entitled to one vote, without any distinction.

The results of the poll were as follows:

	No.	%
Total Outstanding Shares in Issue	135,952,634	100.000
Total Shares PRESENT (in person or by proxy)	107,662,142	79.191
Total votes IN FAVOUR	107,574,688	79.127
Total votes AGAINST	6,112	0.004
Total votes ABSTAINED	81,342	0.059
Total votes INVALID	-	-

Since article 3 of the said Appendix 1.1 requires that for a poll on a de-listing Resolution to be passed, it must be:

- a) approved by at least 75% of the Total Outstanding Shares in Issue; and
 - b) not disapproved by more than 5% of the Total Outstanding Shares in Issue,
- the Resolution was carried.

Following this result and in terms of the requirements of Listing Rule 1.26.5, an application for discontinuation of listing was delivered earlier today to the Listing Authority.

Further to Company Announcement FIM143 of 7 April 2011, it is clarified that the Notice to Members was served to all shareholders as at the 'Record Date' being 5 April 2011, and that there were no changes in the Register of Members of the Company between 30 March 2011 and that date.

The Audited Financial Statements of the Company are available to the public and may also be viewed at www.fimbank.com.

Unquote

M Cassar
Company Secretary

6 May 2011