

HSH Nordbank AG
Att: Mr. Christian Kasten and Mr. N. Petersen
Gerhard Hauptmann Platz 50
20095 Hamburg
Germany

Fisketorvet 4-6
5000 Odense C

Tlf.: 6520 6693
Fax: 6619 0474

fioniaholding@novabankfyn.dk
www.fioniaholding.dk

4. maj 2011

Dear Sirs

We take the opportunity to inform you, that the Board of Directors on the latest board meeting has decided that the Ordinary Shareholders' Meeting will take place on May 16th 2011, at 5 o'clock a.m. in Odense Congres Centre, Odense.

It was further decided that the Board on the Shareholders' Meeting will inform that it is the intension of the Board to let Fionia Holding be liquidated after having concluded all formalities succeeding the shareholders meeting.

The background is as follows:

In August/September 2009 Finansiel Holding A/S concluded an agreement with the state owned company Finansiel Stabilitet A/S transferring the whole possession of Fionia Holding's shares in Fionia Bank A/S. The agreement included a clause according to which Finansiel Stabilitet would regulate the purchase price with the amount which exceeded the cost of liquidation, including accrued interest on the capital invested and paid up by Finansiel Stabilitet A/S. The amount mentioned was to be distributed among the creditors and shareholders according to the bankruptcy law. The participants in the agreement agreed to discuss, at the end of 2012, whether the regulation clause should be upheld. If a claim according to the clause was to be considered unobtainable both before and after 2012, the agreement should be annulled.

Finansiel Stabilitet, in a recent letter to the Board of Directors of Fionia Holding A/S, has explained the lack of possibility for a positive regulation according to the purchase agreement. The Board of Directors are of the opinion that the review of Finansiel Stabilitet can be agreed upon, at least to the extent that it should be considered out of the question that, at any time, a situation can arise, where it is possible to calculate a positive amount for regulation.

Base on the information presented by Finansiel Stabilitet A/S the Board of Directors of Fionia Holding will recommend the Shareholders Meeting that the meeting agrees the clause be relinquished.

With the regulation clause annulled, it is the opinion of the Board of Directors that it is impossible to continue the operations of the company. Therefore the Board proposes to liquidate the company.

Re-election to the Board therefore exclusively will take place to secure that the liquidation model recommended by the Board is implemented when the shareholders' meeting is closed.

Kind regards
E.K. Larsen
CEO

