

## **MARFIN POPULAR BANK PUBLIC CO LTD**

**Document dated June 30, 2010, pursuant to article 7(1)(e) of Cyprus Law 114(I)/2005 (Public Offering and Prospectus Law of 2005), and article 4(2)(e) of the Greek Law 3401/2005 (Prospectus for the public offer of securities and their admission to trading), for listing for trading in the Cyprus Stock Exchange (“C.S.E.”) and in the Athens Stock Exchange (“A.S.E.”) 10.133.067 new shares (“New Shares”) which resulted from the Dividend Reinvestment Plan (“Plan”) in shares of a nominal value €0,85 each, of Marfin Popular Bank Public Co Ltd (“Bank”) which was addressed to all the shareholders of the Bank, according to the Bank’s Board of Directors’ decision dated March 30, 2010 and a decision by the Annual General Meeting of the Bank’s Shareholders dated May 25, 2010.**

### **A. CORPORATE PROFILE**

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Marfin Popular Bank Public Co Ltd is a public limited company, registered in Cyprus since 1924 under registration number 1, in accordance with the Companies' Law, Cap. 113. In 1967 it was renamed to «Cyprus Popular Bank Ltd», while on May 26, 2004, it was renamed to «Cyprus Popular Bank Public Company Ltd» in accordance with the new provisions of the Companies' Law, Cap. 113. Finally, within the framework of the Bank’s strategy expressed through the submission of Public Offers for the acquisition of the total number of shares of companies «Marfin Financial Group S.A. Holdings» and «Egnatia Bank S.A.», the Extraordinary General Meeting of the Shareholders held on October 31, 2006, approved the change of the Bank's name to «Marfin Popular Bank Public Co Ltd».

The registered office and main administrative headquarters of the Bank are located at 154, Limassol Avenue, 2025 Nicosia (PO Box 22032, 1598 Nicosia). The main telephone number is 00357-22-552000 and the website is [www.laiki.com](http://www.laiki.com).

In accordance with its Memorandum of Association, the Bank’s main aims include, among others, the establishment and conduct of banking, brokerage and commercial operations of any kind, and the establishment, operation and management of branches and agencies in Cyprus and abroad.

The Bank’s shares are listed on the Cyprus Stock Exchange (Main Market) and the Athens Stock Exchange (Large Capitalisation Market).

The activities of the Group of Marfin Popular Bank Public Co Ltd are the provision of banking and financial services and products. The Group's operations are carried out in Cyprus, Greece, as well as the wider area of South-eastern Europe, which constitutes the main area of the Group’s geographic expansion. The Group’s network currently includes 185 branches in Greece, 115 branches in Cyprus and 215 branches in the other of the nine countries where it operates, mainly in

the area of South-eastern Europe. Furthermore, the number of personnel employed by the Group amounted on December 31, 2009 to 8.775.

The consolidated total assets and the consolidated equity attributable to the Shareholders of the Bank amounted on December 31, 2009 to €41.828 million and €3.636 million respectively.

On the date of this document, the Bank's approved share capital amounts to €1.062.500.000, divided into 1.250.000.000 shares of nominal value €0,85 each, while the issued and fully paid-up share capital amounts €716.015.724, divided into 842.371.440 ordinary shares of nominal value €0,85 each. It should be noted that the above approved share capital resulted after the approval by the Extraordinary General Meeting of the Shareholders of the Bank on May 25, 2010, which was held after the conclusion of the Annual General Meeting of the Shareholders of the Bank on the same date, of the Ordinary Resolution submitted for the increase of the nominal share capital of the Bank from €935.000.000 to €1.062.500.000 by the creation of 150.000.000 additional shares of €0,85 nominal value each.

Further information regarding the Group of Marfin Popular Bank Public Co Ltd can be obtained at the Bank's website, [www.laiki.com](http://www.laiki.com).

## **B. SCOPE OF PRESENT DOCUMENT**

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Pursuant to article 7(1)(e) of Cyprus Law 114(I) (Public Offer and Prospectus Law of 2005), and article 4(2)(e) of the Greek Law 3401/2005 (Prospectus for the public offer of securities and their admission to trading), the Bank is not obliged to publish a prospectus for the admission to trading on a regulated market of dividends distributed to the existing shareholders in the form of shares, given that they are of the same class as the shares which are already listed on the same regulated market and a document is made available to the public containing information on the number and nature of these shares, as well as the reasons for and details of the offer or distribution of any kind.

The scope of the document hereby is to provide information to the investors with regard to the admission to trading on the C.S.E. and the A.S.E. of the 10.133.067 New Shares that resulted on the 21<sup>st</sup> of June 2010 from the dividend payment, in the form of share offering as provided for in the Bank's Dividend Reinvestment Plan, according to the provisions of the laws mentioned in the previous paragraph.

The responsible persons for drafting the document hereby are Panayotis Kounnis, Deputy Chief Executive Officer of the Group, and Annita Philippidou, Chief Financial Officer of the Group.

## **C. DETAILS OF THE DIVIDEND REINVESTMENT PLAN**

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Pursuant to the Bank's Articles of Association, the Board of Directors has the authority by way of decision to modify the Bank's share capital. The Dividend Reinvestment Plan and the relevant terms were decided upon by the Board of Directors of the Bank during the Meeting held on March

30, 2010, and concerns the proposed dividend for 2009 of €0,08 per share of €0,85 nominal value, which was approved by the Annual General Meeting of the Shareholders of the Bank held on May 25, 2010. It should be clarified that the Dividend Reinvestment Plan concerns only the dividend for the year 2009 and not any subsequent dividends.

The scope of the Plan was to provide the Bank's Shareholders with the opportunity to fully or partially reinvest in additional shares of the Bank («New Shares») the net dividend for 2009, which was payable to them (namely, wherever applicable, after the withholding of the Special Contribution for Defence in Cyprus).

### **Right of Participation**

The Bank's Board of Directors, within its authorities, convened on March 30, 2010 and decided (a) to submit to the Annual General Meeting a proposal for the payment of dividend of €0,08 per share of €0,85 nominal value, and (b) to grant a right for reinvestment of the said dividend.

The Record Date for the determination of beneficiaries entitled to the dividend was the 3<sup>rd</sup> of June 2010, and the ex-dividend date was the 1<sup>st</sup> of June 2010. The Annual General Meeting held on May 25, 2010, approved the payment of the aforementioned dividend of €0,08 per share of €0,85 nominal value.

### **Participation**

All the Bank's Shareholders to whom the dividend for 2009 was paid (the date for the determination of beneficiaries for the dividend was the 3<sup>rd</sup> of June, 2010) had the right to participate.

The Bank's Shareholders, participated in the Dividend Reinvestment Plan, completed and submitted for this purpose the relevant application for participation form that was sent to them.

The Bank's Shareholders who did not wish to participate in the Dividend Reinvestment Plan received their attributable dividend as normal.

### **Price for the exercise of reinvestment right**

The price for the exercise of the reinvestment right amounting to €1,34 for each New Share was determined on the basis of a 10% discount on the average closing price of the Bank's share on the Cyprus Stock Exchange and the Athens Stock Exchange for the period from June 1, 2010 until June 7, 2010 (first five days during which the share was traded ex-dividend).

### **Allotment of New Shares**

The new shares that resulted from the exercise of the dividend reinvestment right were issued by way of decision by the Board of Directors of the Bank on the date of dividend payment, namely on the 21<sup>st</sup> of June 2010.

**Trading of New Shares**

The Bank has proceeded with all necessary actions for the listing and simultaneous commencement of trading of the New Shares that resulted from the Plan, on the Cyprus Stock Exchange and the Athens Stock Exchange. The expected commencement date of trading for the New Shares on the two stock exchanges is July 15, 2010. In case of change of the trading commencement date for the New Shares on the two stock exchanges, the Bank will proceed to a relevant announcement.

**Rights / Dividends**

The new shares that resulted from the Dividend Reinvestment Plan will for all purposes rank pari passu with existing shares and will be fully entitled to participate in any subsequent dividend payment.

**D. FURTHER INFORMATION AND CLARIFICATIONS**

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Additional information regarding the Dividend Reinvestment Plan can be found at the Bank's website, [www.laiki.com](http://www.laiki.com) at the section 'Investor Relations'.