

Zurich, April 4, 2007

To the shareholders of EFG International

**Invitation to the 2<sup>nd</sup> Annual General Meeting**

Friday, April 27, 2007, 10:30 am (doors open at 10:00 am)

At Kongresshaus, Gotthardstrasse 5, 8002 Zurich

**Agenda and proposals of the Board of Directors** (English translation of the German original)

**1. Annual report, annual accounts and consolidated financial statements for 2006; reports of the Auditors and Group Auditors**

*Proposal of the Board of Directors:*

The Board of Directors proposes that the annual report, the annual accounts and consolidated financial statements for 2006 be approved.

**2. Approval of the distribution of the preferred dividend by EFG Finance (Guernsey) Limited in favour of the holder of Class B Shares of EFG Finance (Guernsey) Limited**

*Background:*

Dividend distributions by EFG Finance (Guernsey) Limited in connection with the €400,000,000 EFG Fiduciary Certificates require the approval of the General Meeting of EFG International. Pursuant to the terms of the EFG Fiduciary Certificates the exact amount of the dividend distributions will be calculated on April 20, 2007.

*Proposal of the Board of Directors:*

Approval of the preferred dividend in the estimated amount of €17.5 million (the exact amount will be fixed on April 20, 2007, and announced at the General Meeting).

**3. Allocation of results**

*Background:*

Upon approval of the Board of Directors' proposal under the 2<sup>nd</sup> agenda item the holders of participation certificates' entitlement to preferred dividends lapses according to art. 13 paragraph 3 of the Articles of Association of EFG International. Therefore, the following proposal of the Board of Directors concerning the allocation of results is on the proviso that the General Meeting approves the 2<sup>nd</sup> agenda item.

*Proposal of the Board of Directors:*

The Board of Directors proposes on the proviso that the General Meeting approves the 2<sup>nd</sup> agenda item that the retained earnings of CHF 44,001,000 (comprising the net profit for 2006 of CHF 4,446,019 minus the loss brought forward from the previous year of CHF 8,806,025 plus the transfer from the other reserves of CHF 48,361,006) be allocated as follows:

- distribution of a dividend: CHF 0.30 per registered share with par value of CHF 0.50 each (CHF 0.30 gross per share, which, after deduction of Swiss federal withholding tax of 35%, amounts to CHF 0.195 net) against an order authorizing dividend payment;

- balance to be carried forward CHF 0.–.

Upon approval of the Board of Directors' proposal for the appropriation of retained earnings, the dividend for the 2006 financial year will be payable free of commissions on May 2, 2007 (ex dividend date: April 30, 2007).

#### **4. Discharge of the acts of the Members of the Board of Directors and of the Management**

*Proposal of the Board of Directors:*

The Board of Directors proposes that the acts of the members of the Board of Directors and of the Management during the business year 2006 be discharged.

#### **5. Elections to the Board of Directors**

*Proposal of the Board of directors:*

Re-election of Messrs. Jean Pierre Cuoni, Emmanuel Leonard Bussetil, Spiro J. Latsis, Hugh Napier Matthews, Périclès-Paul Petalas and Hans Niederer each for a one year term of office. The elections will be carried out individually.

#### **6. Elections of the Auditors and Group Auditors**

*Proposal of the Board of Directors:*

Re-election of PricewaterhouseCoopers SA, Geneva, for a one year term of office as auditors and group auditors.

### **Administrative Details**

The business report 2006 and the reports of the Auditors and Group Auditors are available for inspection at the domicile of the company. The business report 2006 is also available on the internet ([www.efginternational.com/financial-reporting](http://www.efginternational.com/financial-reporting)). Shareholders can be sent these documents at their request.

Enclosed with the invitation sent to shareholders is a reply form which can be used to order the admission card or to grant a proxy. Shareholders who wish to attend the General Meeting in person or grant a proxy are kindly asked to complete the enclosed reply form and return it as soon as possible by mail to the following address: EFG International, c/o SAG SIS Aktienregister AG, P.O. Box, CH-4601 Olten, Switzerland.

Shareholders registered with voting rights in the share register as of April 12, 2007 will be authorized to participate and to vote at the General Meeting. They will receive their entrance card and voting material upon returning the enclosed registration form. From April 12, 2007 to April 27, 2007, no entries will be made in the share register which would create a right to vote at the General Meeting. Shareholders who sell part or all their shares before the annual general meeting are no longer entitled to vote to that extent. They are requested to return or to exchange their admission card and voting material.

Shareholders who do not attend the General Meeting in person may be represented by proxy by a third party, by EFG International or by the independent representative pursuant to art. 689c of the Swiss Code of Obligations ("CO"), Dr. iur. Robert Meier, attorney at law, Meier & Vogel, Usterstrasse 57, P.O. Box 379, CH-8600 Dübendorf, Switzerland. If the independent representative does not receive written voting instruction for some or all of the proposals, he will vote in favour of the Board of Director's proposals. Custodian bank representatives as defined by art. 689d CO, are requested to inform EFG International, c/o SAG SIS Aktienregister AG, P.O. Box, CH-6401 Olten, Tel.:+41 62 205 36 95, by April 27, 2007, 10:00 am at the latest, of the number of shares they represent. Custodian bank representatives are considered to be institutions subject to the Swiss Federal Law on Banks and Savings Banks as well as professional asset managers.

Zurich, April 4, 2007

EFG International  
On behalf of the  
Board of Directors

The Chairman  
Jean Pierre Cuoni