

13 January 2009 Strictly private and confidential

■ Project Horizon: Supplementary materials on pricing

■ ■ ROTHSCHILD

I. Further thoughts on pricing

1.1 Overview

As requested, we summarize below few considerations for the approach to pricing

Our approach is based on a combination of:

- **A. ECB guidelines for equity like instruments**
 - the required rate of return for equity like instruments is: *Benchmark Government rate (3.3%) + 500bp equity risk premium + 100bp margin*
- If we apply the formula above the resulting pricing is 9.3% (Base Pricing)

- **B. Risk premium.** This is derived from an analysis of the spread of Euro-denominated Tier 1 securities issued by European banks with different credit rating for the period 1/1/2007 - 31/8/2008 (period consistent with the ECB guidelines for the CDS analysis). The purpose is to assess the implicit risk premium that the market requires for banks with a higher risk and hence to determine the additional risk premium to be applied on top of the Base Pricing

We have then identified 3 groups of banks based on rating (taking into account all the main rating agencies)

1. **Group A:** top rated banks (rating AA- or above)
2. **Group B:** Mid rated banks (A- to A+)
3. **Group C:** Low rated banks (BBB+ or below)

We have then calculated the differential spread (Risk Premium) of Group B and Group C versus the top rated banks (Group A)

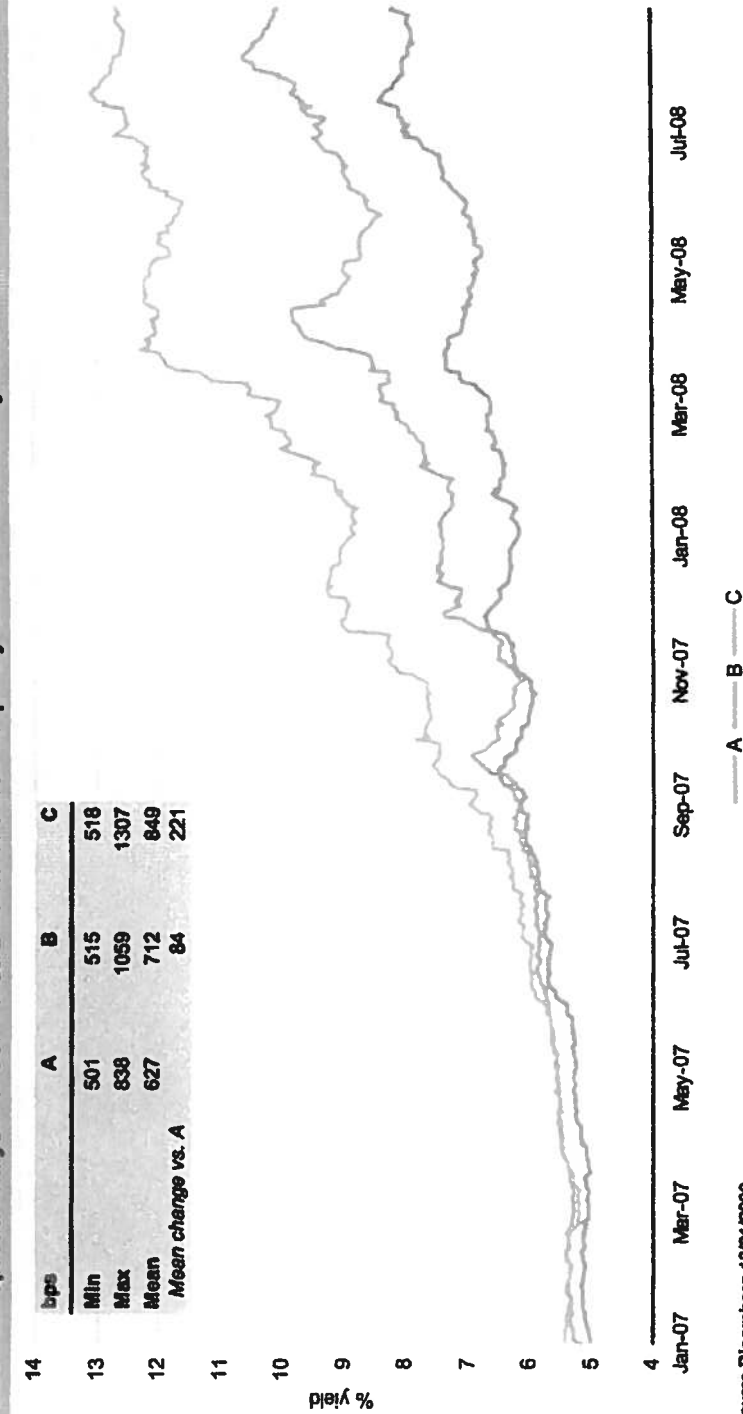
Credit rating is a key indicator when considering the pricing of the instruments

1. Further thoughts on pricing

1.2 Yield and spread analysis

The chart below sets out the results of the analysis and the range of Risk Premium for banks belonging to Group B and Group C

Yield and spread analysis of tier 1 instruments of different quality banks since January 2007



We estimated that the risk premium for Group B is c. 0.8% and for Group C is 2.2% (1.4% above B)

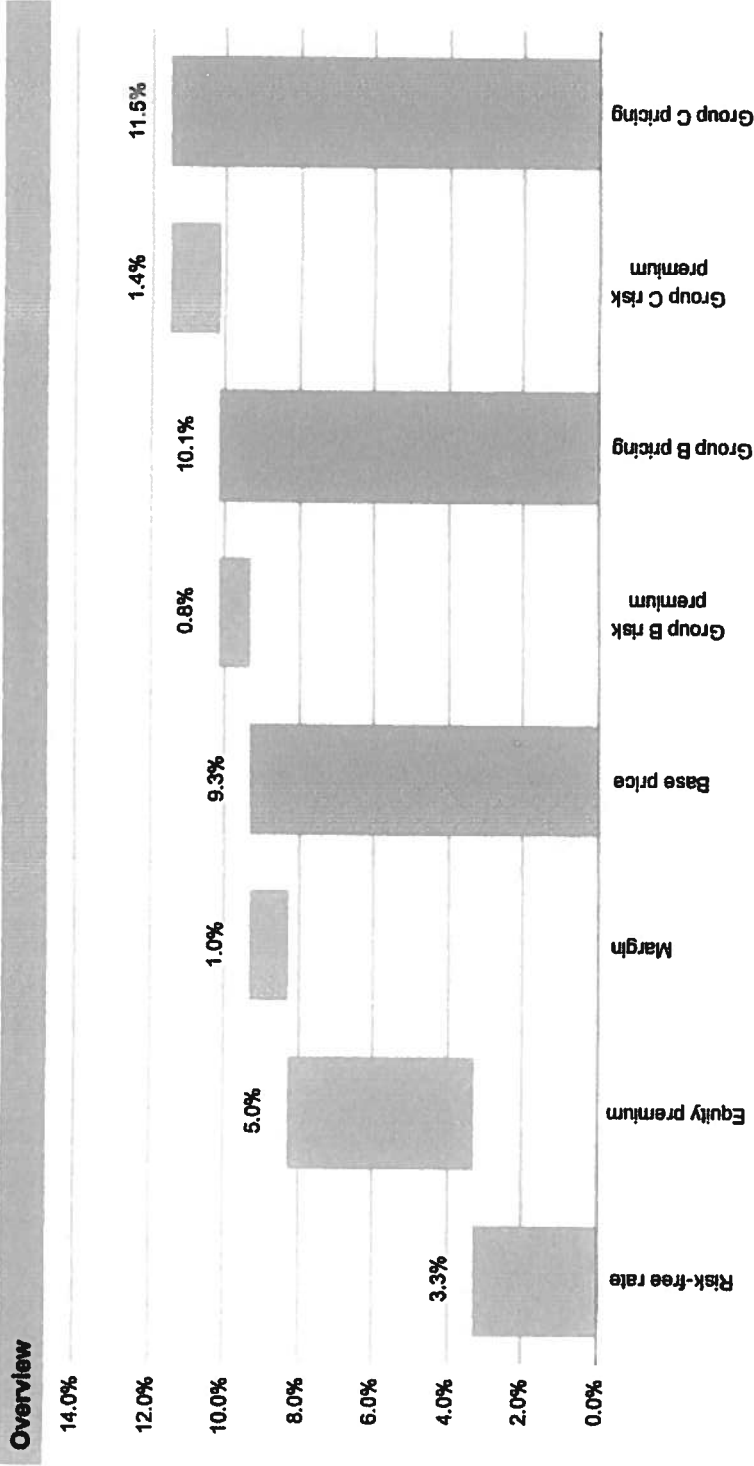
Source Bloomberg 12/01/2009

Group A: BBVA, BNP Paribas, Deutsche Bank, ING, RBS
 Group B: Banco Popolare, Fortis, SNS
 Group C: OTP, Bancolaja

1. Further thoughts on pricing

1.3 Preliminary pricing analysis

The chart below summarizes our approach to price setting



Source Bloomberg 12/01/2009

Note The risk-free rate is for 5 to 10years maturity, i.e. when the security is expected to be called. For longer term maturity the risk-free rate is 3.8 / 3.9%

Group A: BBVA, BNP Paribas, Deutsche Bank, Handelsbanken, ING, RBS

Group B: Banco Popolare, Fortis, SNS

Group C: OTP, Bancaja

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1.4 Matrix of key indicators to consider

Comments

In assessing the Risk Premium to apply, the MoF and FSA would also take into account a number of financial factors. For illustrative purposes we set out below a matrix of indicators for assessment of risk. This matrix could then also be used to derive the Risk Premium for listed / unlisted banks without a credit rating

Indicator	Group B (Mean risk premium +81bps)	Group C (Risk premium +218bps)
Capital adequacy ¹	Tier 1 ratio > 8%	Tier 1 ratio < 8%
Leverage	Tangible equity / total assets > 2%	Tangible equity / total assets < 2%
Funding risk	Loan / deposit ratio < 150%	Loan / deposit ratio > 150%
Liquidity risk	3m assets > 3m liabilities	3m assets < 3m liabilities
Profitability	ROE > 0%	ROE ≤ 0%
Credit quality To be defined – in accordance to FSA parameters	Non-performing loans as a % of total lending (NPL ratio) Loan loss provision as % of total lending	
FSA also looks at the following parameters	Coverage ratio of NPL (Writedowns / gross NPL) Concentration risk (geography, size and sector)	

FOR ILLUSTRATIVE PURPOSES ONLY - TO BE DISCUSSED WITH FSA

Based on the individual analysis, a bank should be classified in the group where the majority of parameters fall

¹ Actual capital base is reviewed by FSA in light of the financial position of parent (less capital required if well-capitalised parent). FSA Model based on Pillar II (Basel II) and has been developed over the last three years.

